

J2 GLOBAL COMMUNICATIONS INC
Form POS AM
June 26, 2006

As filed with the Securities and Exchange Commission on June 26, 2006

Registration Statement No. 333-36558

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE
AMENDMENT NO. 2
TO
FORM S-3

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

j2 GLOBAL COMMUNICATIONS, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation or organization)

51-0371142

(I.R.S. Employer
Identification No.)

**6922 Hollywood Boulevard
Suite 500**

Los Angeles, California 90028
(Address of principal executive offices)

Nehemia Zucker

**6922 Hollywood Boulevard
Suite 500**

Los Angeles, California 90028
(Name and address of agent for service)

(323) 860-9200

(Registrant's telephone number, including area code)

APPROXIMATE DATE OF PROPOSED SALE TO THE PUBLIC: Not applicable.

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If the only securities being registered on this form are being offered pursuant to dividend or interest reinvestment plans, please check the following box.

If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box.

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box.

This Post-Effective Amendment shall become effective in accordance with Section 8(c) of the Securities Act of 1933 on such date as the Securities and Exchange Commission, acting pursuant to said Section 8(c), may determine.

DEREGISTRATION OF SECURITIES

j2 Global Communications, Inc., a Delaware corporation (“j2 Global”), filed with the Securities and Exchange Commission (the “Commission”) a Registration Statement on Form S-1 on May 9, 2000, as amended by Amendment No. 1 filed with the Commission on May 11, 2000, Amendment No. 2 filed with the Commission on May 17, 2000 and Post-Effective Amendment No.1 (to file the registration statement on Form S-3, rather than Form S-1) filed on September 15, 2000 (Registration No. . 333-36558) (the “Registration Statement”), registering 1,724,003 shares of common stock, par value \$.01 (the “Shares”). The Commission declared the Registration Statement effective on May 19, 2000.

In accordance with the undertaking contained in Part II, Item 17(5) of the Registration Statement pursuant to Item 512(a)(3) of Regulation S-K, j2 Global files this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 to remove from registration all of the Shares that were subject to the Offering but remain unsold as of the date hereof. j2 Global is deregistering these securities because j2 Global’s obligation to maintain the effectiveness of the Registration Statement pursuant to the terms of various registration rights agreements with the selling shareholders has expired.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Los Angeles, State of California on June 23, 2006.

j2 Global Communications, Inc.

By: /s/ NEHEMIA ZUCKER

Nehemia Zucker
Principal Executive Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement has been signed on June 26, 2006 by the following persons in the capacities indicated:

| Signature | Title |
|---|---|
| <p>/S/ NEHEMIA ZUCKER _____ Nehemia Zucker</p> | <p>Co-President and Chief Operating Officer (Principal Executive Officer)</p> |
| <p>/S/ R. SCOTT TURICCHI _____ R. Scott Turicchi</p> | <p>Co-President and Chief Financial Officer (Principal Financial Officer)</p> |
| <p>/S/ GREGGORY KALVIN _____ Greggory Kalvin</p> | <p>Chief Accounting Officer (Principal Accounting Officer)</p> |
| <p>/S/ RICHARD S. RESSLER _____ Richard S. Ressler</p> | <p>Chairman of the Board and a Director</p> |
| <p>/S/ JOHN F. RIELEY _____ John F. Rieley</p> | <p>Director</p> |

/S/ MICHAEL P. SCHULHOF

Director

Michael P. Schulhof

/S/ ROBERT J. CRESCI

Director

Robert J. Cresci

/S/ DOUGLAS Y. BECH

Director

Douglas Y. Bech

