## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

JACOBS PAUL E					OLIAL COMM INC/DE [OCOM]						(Check all applicable)  X Director 10% Owner				
(Last) (First) (Middle) 5775 MOREHOUSE DR.					3. Date of Earliest Transaction (Month/Day/Year) 02/14/2012						X Officer (give title below) Other (specify below)  Chairman & CEO				
SAN DIE	EGO, CA 9	(Street)	714	4. If	f Amendme	ent, Date	Origi	nal Filed(Month/D	ay/Yea		X_Form fil	ed by One Repo	Group Filing orting Person One Reporting		ble Line)
(City) (State) (Zip)					Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Ye		Execution any	A. Deemed Execution Date, if my Month/Day/Year)	Code		4. Securities Acquired (A) of Disposed of (D) (Instr. 3, 4 and 5)			Beneficially Owned Following Reported Transaction(s)		d		Beneficial Ownership
						Code	V	Amount	(A) or (D)	Price	(Instr.	(Instr. 3 and 4)		(I) (Instr. 4)	(Instr. 4)
Common	Stock		02/15/2012			S <sup>(1)</sup>		26,950.00	D	\$ 61.729 <sup>2</sup>	4 495,4	26.00		I	By GRAT
Common	Stock		02/14/2012			J(4)		48,237.00	D	\$ 0	455,5	96.00		I	by GRAT S
Common Stock		02/15/2012	5/2012		G(6)	V	100,000.00	A	\$ 0	555,5	96.00		I	by GRAT S	
Common	Stock		02/15/2012			<u>J(4)</u>		33,220.00	D	\$ 0	522,3	76.00		I	by GRAT S
Common	Stock		02/15/2012			S <sup>(1)</sup>		26,950.00	D	\$ 61.7294 (2)	4 495,4	26.00		I	by GRAT S
Common Stock		02/14/2012			J <u>(4)</u>		48,237.00	A	\$ 0	497,8	56.00		I	by Trust	
Common Stock		02/15/2012			G <u>(6)</u>	V	100,000.00	D	\$ 0	297,8	56.00		I	by Trust	
Common Stock		02/15/2012	02/15/2012		J(4)		33,220.00	A	\$ 0	364,2	364,296.00		I	by Trust	
Common Stock										25,92	3.00		D		
Reminder:	Report on a s	separate li	ne for each class of	securities	beneficially	y owned		ly or indirectly. Persons who contained in t the form disp	this f	orm are	not requ	ired to res	spond unle	ss	1474 (9-02)
			Table				-	ed, Disposed of, tions, convertib			y Owned				
Derivative Conversion D		3. Transa Date (Month/I	Execution Data th/Day/Year) any		4. Transaction Code (Instr. 8)		ber vative rities ired r osed ) : 3, d 5)	and Expiration Date (Month/Day/Year)		Amou Under Secur	rlying	tof Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction ((Instr. 4)	Owners Form of Derivat Security Direct ( or Indir	Ownership (Instr. 4) D) ect

	Code	V		(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
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### **Reporting Owners**

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
JACOBS PAUL E 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714	X		Chairman & CEO					

#### **Signatures**

By: Noreen E. Burns, Attorney-in-Fact For: Paul E. Jacobs	02/16/2012
**Signature of Reporting Person	Date

#### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The transaction was conducted under a 10b5-1 Plan, as defined under the Securities Exchange Act of 1934, as amended.
- The sale prices for this transaction ranged from \$61.43 to \$61.98. The filer hereby agrees to provide, upon request, full information regarding the number of shares sold at each separate price.
- (3) Securities held by Harlan A. Jacobs, Trustee of The Paul E. Jacobs Grantor Retained Annuity Trust (GRAT).
- (4) This transaction represents the distribution of shares from Mrs. Stacy Jacobs's GRAT to the Paul and Stacy Jacobs Family Trust Dtd 5/3/2000.
- (5) Securities held by Harlan A. Jacobs, Trustee of The Stacy R. Jacobs Grantor Retained Annuity Trust (GRAT).
- Gift to Spouse's Grantor Retained Annuity Trust (GRAT) who shares reporting person's household. The reporting person disclaims beneficial ownership of the shares held by
- (6) Mrs. Jacobs' GRAT, and this report should not be deemed an admission that the reporting person is the beneficial owner of his spouse's shares for purposes of Section 16 or for any other purpose. The transaction was conducted under a 10b5-1 Plan, as defined under the Securities Exchange Act of 1934, as amended.
- (7) Securities held by Paul E. Jacobs and Stacy Jacobs Trustees for the Paul & Stacy Jacobs Family Trust dtd. 5/3/00.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.