M&S MOSH Form 4 December 22	HAYEDI REVOCABLI	E TRUST D'	TD 11-16	5-95						
								OMB AF	PROVAL	
FORM	<b>14</b> UNITED STAT			ND EX( D.C. 202		NGE C	OMMISSION	OMB Number:	3235-0287	
Check th			8,	2.0.20				Expires:	January 31,	
if no longer subject to Section 16. Form 4 or				BENEFI RITIES	<b>CIA</b>	L OWN	NERSHIP OF	Estimated a burden hou response	•	
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940										
(Print or Type ]	Responses)									
	Address of Reporting Person EDI MANOUCH	Symbol		I Ticker or		ıg	5. Relationship of Issuer	Reporting Pers	on(s) to	
(It)	(Einst) (Middle)			-	ιCj		(Check all applicable)			
(Last) (First) (Middle) 3. Date of (Month/D 3001 DAIMLER STREET 12/21/20			-				X DirectorX 10% Owner X Officer (give title Other (specify below) Chief Executive Officer			
				th/Day/Year) Applicable Line Form filed				Joint/Group Filing(Check One Reporting Person More than One Reporting		
(City)	(State) (Zip)	Table	e I - Non-E	Derivative S	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	any	eemed ttion Date, if th/Day/Year)	3. Transactio Code (Instr. 8) Code V	4. Securit on(A) or Dis (Instr. 3, 4)	sposed	l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock							1,457,878	Ι	By Trust $(2)$	
Common Stock							25,000	D		
Common Stock	12/21/2006		S <u>(4)</u>	76,728	D	\$ 12	6,620,271	Ι	By Trust	
Common Stock	12/21/2006		S <u>(4)</u>	2,731	D	\$ 12.01	6,617,540	Ι	By Trust	
Common Stock	12/21/2006		S <u>(4)</u>	200	D	\$ 12.02	6,617,340	Ι	By Trust	

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Common Stock	12/21/2006	S <u>(4)</u>	1,750	D	\$ 12.03	6,615,590	Ι	By Trust
Common Stock	12/21/2006	S <u>(4)</u>	500	D	\$ 12.07	6,615,090	Ι	By Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Options (Right to Buy Common Stock)	\$ 3.39					<u>(3)</u>	05/21/2008	Common Stock	162,335
Non-Qualified Stock Options (Right to Buy Common Stock)	\$ 3.08					<u>(3)</u>	05/21/2013	Common Stock	87,665
Non-Qualified Stock Options (Right to Buy Common Stock)	\$ 3.84					<u>(3)</u>	02/23/2015	Common Stock	300,000

## **Reporting Owners**

Reporting Owner Name / Address		Relationships					
	Director	10% Owner	Officer	Other			

M&S MOSHAYEDI REVOCABLE TRUST DTD 11-16-95 3001 DAIMLER STREET SANTA ANA, CA 92705-5812 Signatures /s/ Mike Higa, Attorney-in-Fact for Manouch Moshayedi `*Signature of Reporting Person /s/ Mike Higa, Attorney-in-Fact for Manouch Moshayedi as rrustee `*Signature of Reporting Person Date	MOSHAYEDI MANOUCH 3001 DAIMLER STREET SANTA ANA, CA 92705-5812	Х	Х	Chief Executive Officer
/s/ Mike Higa, Attorney-in-Fact for Manouch Moshayedi     12/22/2006 <sup>**</sup> Signature of Reporting Person	3001 DAIMLER STREET		Х	
***Signature of Reporting Person     Date       /s/ Mike Higa, Attorney-in-Fact for Manouch Moshayedi as     12/22/2006	Signatures			
/s/ Mike Higa, Attorney-in-Fact for Manouch Moshayedi as Trustee 12/22/2006	/s/ Mike Higa, Attorney-in-Fact for Manouch Moshayedi		12/22/20	06
Trustee 12/22/2006	<u>**</u> Signature of Reporting Person		Date	
**Signature of Reporting Person Date			12/22/20	06
	<u>**</u> 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).
- These shares are owned directly by the M. and S. Moshayedi Revocable Trust, dated 11/16/95, a ten percent owner of the issuer, and
   indirectly by Manouch Moshayedi as the trustee of this trust and who may be deemed to be a ten percent owner of the issuer. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

These shares are owned directly by the M. and S. Moshayedi Investment Trust, dated 11/16/95, and Manouch Moshayedi is an indirect(2) beneficiary of the trust. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

- (3) These options are fully vested and immediately exercisable.
- (4) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the M. and S. Moshayedi Revocable Trust, dated 11/16/95, on May 18, 2006, as amended on August 22, 2006.

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.