

McCormick James M
Form 4
January 27, 2011

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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)

1. Name and Address of Reporting Person *
McCormick James M

2. Issuer Name and Ticker or Trading Symbol
SYNCHRONOSS
TECHNOLOGIES INC [SNCR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/25/2011

Director 10% Owner
 Officer (give title below) Other (specify below)

VERTEK CORPORATION, 463
MOUNTAIN VIEW DRIVE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

COLCHESTER, VT 05446

(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/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 | 01/25/2011 | | S | 3,600 D | \$ 28.02 ⁽¹⁾ 729,581 ⁽²⁾ | I | By GRAT |
| Common Stock | 01/26/2011 | | S | 12,500 D | \$ 28.45 ⁽³⁾ 717,081 ⁽²⁾ | I | By GRAT |
| Common Stock | | | | | 1,899,655 | D | |
| Common Stock | | | | | 2,000,000 ⁽⁴⁾ | I | by Vertek Corporation |

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Common Stock 1,000,000 ⁽⁵⁾ I BY GRAT

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

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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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| McCormick James M VERTEK CORPORATION 463 MOUNTAIN VIEW DRIVE COLCHESTER, VT 05446 | X | X | | |

Signatures

/s/ James M. McCormick 01/27/2011

**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 weighted average sales price is reported as stock sales were aggregated for reporting purposes. The per share transaction price ranged from \$28.00 to \$28.08. The reporting person will provide, upon request from an appropriate party, the pre share sales volume and prices.
- (2)

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These shares were previously reported as directly beneficially owned but were contributed to a grantor retained annuity trust on June 11, 2008. Reporting Person is the sole trustee of the trust

- (3) The weighted average sales price is reported as stock sales were aggregated for reporting purposes. The per share transaction price ranged from \$28.00 to \$29.09. The reporting person will provide, upon request from an appropriate party, the pre share sales volume and prices.

- The Reporting Person is the Chief Executive Officer and sole stockholder of Vertek Corporation. The Reporting Person disclaims
- (4) beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in the report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 for any other purpose.

- (5) These shares were previously reported as directly beneficially owned but were contributed to a grantor retained annuity trust on May 13, 2010.

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

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