

<TABLE>
<CAPTION>

U.S. SECURITIES AND EXCHANGED COMMISSION

FORM 4

Washington, D.C. 20549

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number 3235-

0287
[] Check this box if
30,1998

Expires: September

no longer Subject
to Section 16.
response.....0.5

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(f) of the Investment Company Act 1940

Estimated ave. burden
hours per

1.Name and Address of Reporting Person* 2.Issuer Name and Ticker or Trading Symbol 16.Relationship of Reporting Person to

Paradis Roger Programmer's Paradise, Inc. (PROG)
X Director 10% Owner

(Last) (First) (MI) 3.IRS or Soc. Sec. No. 4.Statement for Month/ Year X Officer Other
of Reporting Person (Voluntary) (give title below) (Specify

8 Mary Knoll Drive
May 1997 Chairman of Board, CEO President

(Street) 5.If Amendment, Date of 7. Individual or Joint/Group Filing
###-##-#### Original (Month/Year) (Check Applicable Line)

New Vernon NJ 07976
X Form filed by One Reporting
Form filed by More than One
Reporting Person

(City) (State) (Zip)

TABLE I - Non-Derivative Securities Acquired, Disposed of or Beneficially Owned

1.Title of Security Indirect (Instr. 3) 2.Transaction Date (Mon/Day/Yr) 3.Transaction Code (Instr.8) 4.Security Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) 5.Amount of Securities Beneficially Owned at End of Month (Instr. 3 & 4) 6. Nature of Ownership (Instr. 4) 7. Nature of Ownership (Instr. 4)

<S> Common Stock <C> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C>
\$.0000 139266 D

Common Stock \$.0000 7500 I By Daughters

Explanation of Responses:

- (01) Ownership through 401(K) plan
- (02) Options vest six months after date of grant
- (03) Options vest in equal installments annually over five years
- (04) Options vest immediately

**Intentional misstatements or omissions of facts constitute Federal
06/12/1997

/s/Roger Paradis

Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

**Signature of Reporting Person

Date

Note: File three copies of this form, one of which must be manually signed.

If space provided is insufficient, see Instruction 6 for procedure.

SEC 1474

(7-96)

Potential persons who are to respond to the collections of information contained in this form are not
required to respond unless the form displays a currently valid OMD Number

Paradis, Roger

Programmer's Paradise, Inc.

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