## U.S. SECURITIES AND EXCHANGED COMMISION

\_\_\_\_\_\_ |F O R M 4| Washington, D.C. 20549 I OMB APPROVAT. - -----1-----STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP IOMB Number 3235-0287| [ ] Check this box if |Expires: September 30,1998| Filed pursuant to Section 16(a) of the Securities Exchanged Act of 1934, |Estimated no longer Subject ave. burden | to Section 16. Section 17(a) of the Public Utility Holding Company Act of 1935 or lhours per response....0.5| Section 30(f) of the Investment Company Act 1940 |1.Name and Address of Reporting Person\* |2.Issuer Name and Ticker or Trading Symbol |6.Relationship of Reporting Person to | Issuer (Check all Applicable) | |Paradis |Programmer's Paradise, Inc. (PROG) | Roger | X Director 10% Owner (First) (MI) | 3.IRS or Soc. Sec. No. | 4.Statement for Month/ | X Officer Other | of Reporting Person | Year |---(give title below) ---(Specify below) | | 8 Mary Knoll Drive | (Voluntary) February 1998 Chairman of Board, CEO Preside | |-----|5.If Amendment, Date of |7. Individual or (Street) Joint/Group Filing | ###-##-### | Original (Month/Year) | (Check Applicable NJ 07976 | X Form filed by One |New Vernon Reporting Person | | 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 |2.Transac- |3.Trans. |4.Security Acquired (A) or |5.Amount of |7.Nature of Indirect| (Instr. 3) | tion Date | Code | Disposed of (D) | Securities |Own.| Beneficial |(Mon/Day/Yr)|(Instr.8)| (Instr. 3, 4 & 5) | Beneficially |Form| Ownership |-----| Owned at End of | (D) | (Instr. 4) |(A) | Month |or | |Code| V | Amount |<C> |<C> |<C> I<S> 1<C> |<C> |<C> |<C> I<C> I<C> | 02/02/1998 | S | | 2266 | D | \$10.0000| |Common Stock 1 1 1 1

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Reminder: Report on a separate line for each class securities owned directly or indirectly. SEC 1474 (7-96)

\*If the form is filed by more than one reporting person, see Instruction  $4\,(b)\,(v)$  .

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<TABLE> <CAPTION>

FORM 4 (continued) TABLE II - Derivative Securities Acquired, Disposed of, Beneficially Owned (e.g., puts, calls, warrants, options, convertible security)

1.Title of 2.Conver	- 3.  4.	.Tran-  5	.Number of	6.Date	7. Title and Amount	8.Price o	f 9.Number
10.  11.Nature							
Derivative sion or	Trans	saction	Derivative	Exercisable	of Underlying	Derivativ	e  of
Own.  of							
Security  Exercise	Date	Code	Securities	and	Securities	Security	
Derivative Form Ind	irect						
(Instr. 3) Price of	(Mon/  (]	Instr.8)	Acquired (A) or	Expiration	(Instr. 3 & 4)	(Instr.	
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## Explanation of Responses:

- (01) Options vest six months after date of grant
- (02) Options vest in equal installments annually over five years (03) Options vest immediately

\*\*Intentional misstatements or omissions of facts constitute Federal /s/Roger Paradis Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

\*\*Signature of Reporting Person

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. FEB-

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