

# SECURITIES AND EXCHANGE COMMISSION

## FORM 3

Filing Date: **1999-09-10** | Period of Report: **1999-08-23**  
SEC Accession No. **0001076542-99-000136**

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### SUBJECT COMPANY

#### **SKYMALL INC**

CIK: **862841** | IRS No.: **860651100** | State of Incorporation: **NV** | Fiscal Year End: **1231**  
Type: **3** | Act: **34** | File No.: **000-21657** | Film No.: **99709380**  
SIC: **5961** Catalog & mail-order houses

Mailing Address  
1520 EAST PIMA ST  
PHOENIX AZ 85034

Business Address  
1520 EAST PIMA ST  
PHOENIX AZ 85034  
6022549777

### REPORTING OWNER

#### **WORSLEY FAMILY REVOCABLE TRUST DATED 7/28/98**

CIK: **1094748**  
Type: **3**

Mailing Address  
SKYMALL INC  
1520 E PIMA ST  
PHOENIX AZ 85034

Business Address  
SKYMALL INC  
1520 E PIMA ST  
PHOENIX AZ 95034

=====  
FORM 3  
=====

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
INITIAL STATEMENT OF 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(f) of the  
Investment Company Act of 1940

=====  
1. Name and Address of Reporting Person\*

The Worsley Family Revocable Trust DTD 7/28/98

-----  
(Last) (First) (Middle)

c/o Robert M. Worsley  
1520 E. Pima Street

-----  
(Street)

Phoenix AZ 85034

-----  
(City (State) (Zip)

=====  
2. Date of Event  
Requiring Statement  
(Month/Day/Year)

August 23, 1999

=====  
3. I.R.S. Identification  
Number of Reporting  
Person, if an entity  
(Voluntary)

=====  
4. Issuer Name and Ticker or Trading Symbol

SkyMall, Inc.; SKYM

=====  
5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

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

-----  
=====  
6. If Amendment, Date of Original  
(Month/Day/Year)

=====  
7. Individual or Joint/Group Filing (Check Applicable Line)  
[X] Form filed by One Reporting Person  
[ ] Form filed by More than One Reporting Person

<TABLE>  
<CAPTION>

=====  
TABLE I--NON-DERIVATIVE SECURITIES BENEFICIALLY OWNED  
=====

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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<S> <C> <C> <C>  
 Common Stock 1,000,051 (1) D

</TABLE>

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

\* If the form is filed by more than one reporting person, see Instruction 5 (b) (v).

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.

Form 3 (continued)

<TABLE>  
 <CAPTION>

Table II--DERIVATIVE SECURITIES BENEFICIALLY OWNED  
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exer- cisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Inst. 4)
	Date Exer- cisable	Expir- tion Date
		Title
		Amount or Number of Shares
<S>	<C>	<C>
None		

<CAPTION>

4. Conver- sion or Exercise Price of Deri- vative Security	5. Owner- ship Form of Deriv- ative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Inst. 5)
<S>	<C>	<C>

</TABLE>

Explanation of Responses:

THE WORSLEY FAMILY REVOCABLE TRUST DTD 7/28/98

By: /s/ Robert M. Worsley                      September 9, 1999  
 -----  
 \*\*Signature of Reporting Person                      Date  
 Robert M. Worsley, Trustee

By: /s/ Christi M. Worsley                      September 9, 1999  
 -----  
 \*\*Signature of Reporting Person                      Date  
 Christi M. Worsley, Trustee

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

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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Page 2  
SEC 1473 (7-97)