

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2005-05-02** | Period of Report: **2005-04-29**  
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### ISSUER

#### PROVIDE COMMERCE INC

CIK: **1263756** | IRS No.: **841450019** | State of Incorporation: **DE** | Fiscal Year End: **0630**  
SIC: **7389** Business services, nec

Mailing Address  
5005 WATERIDGE VISTA  
DRIVE, 2ND FLOOR  
SAN DIEGO CA 92121

Business Address  
5005 WATERIDGE VISTA  
DRIVE, 2ND FLOOR  
SAN DIEGO CA 92121  
858-638-4900

### REPORTING OWNER

#### CITRON JOEL TOMAS

CIK: **1167231**  
Type: **4** | Act: **34** | File No.: **000-50510** | Film No.: **05789803**

Business Address  
321 ARSENAL STREET  
WATERTOWN MA 02472

# 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

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

|   |         |          |   |  |  |  |  |  |
|---|---------|----------|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person<br><b>CITRON JOEL TOMAS</b> |         |          | 2. Issuer Name and Ticker or Trading Symbol<br><b>PROVIDE COMMERCE INC [PRVD]</b> |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |  |  |
| (Last)  | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>04/29/2005</b>             |  |  |  |  |  |
| C/O E*LAW GROUP, 3555 W. 110TH PLACE                                |         |          | 4. If Amendment, Date Original Filed(Month/Day/Year)                              |  |  | 6. Individual or Joint/Group Filing<br>(Check applicable line)<br><input checked="" type="checkbox"/> Form Filed by One Reporting Person<br><input type="checkbox"/> Form Filed by More than One Reporting Person  |  |  |
| (Street)  |         |          |   |  |  |  |  |  |
| WESTMINSTER, CO 80031   |         |          |   |  |  |  |  |  |
| (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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|--------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price  |   |  |   |
| Common Stock                    |                                      |  |                                |   |   |            |        | 54,541  | I (1)  | See footnote 1. (1)                                   |
| Common Stock                    |                                      |  |                                |   |   |            |        | 3,447,205   | I (2)  | See footnote 2. (2)                                   |
| Common Stock                    |                                      |  |                                |   |   |            |        | 60,946  | I (3)  | See footnote 3. (3)                                   |
| Common Stock                    | 04/29/2005                           |  | M                              |   | 1,000   | A          | \$1.51 | 1,000   | D  |   |
| Common Stock                    | 04/29/2005                           |  | S (4)                          |   | 1,000   | D          | \$19   | 0   | D  |   |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|-----|--|-----------------|---|--|--|--|--|
|  |  |                                      |  | Code                           | V | (A)   | (D) | Date Exercisable   | Expiration Date |   |  |  |  |  |

|                             |        |            |  |          |  |  |       |            |            |                 |       |        |       |   |  |
|-----------------------------|--------|------------|--|----------|--|--|-------|------------|------------|-----------------|-------|--------|-------|---|--|
| Option<br>(right to<br>buy) | \$1.51 | 04/29/2005 |  | <u>M</u> |  |  | 1,000 | 04/01/2000 | 04/01/2010 | Common<br>Stock | 1,000 | \$1.51 | 5,897 | D |  |
|-----------------------------|--------|------------|--|----------|--|--|-------|------------|------------|-----------------|-------|--------|-------|---|--|

**Explanation of Responses:**

1. The securities are held directly by Jared S. Polis ("Polis"). The Reporting Person, through a contractual arrangement pursuant to which he is compensated based on the appreciation, if any, in securities of the Issuer held by Polis and certain affiliated entities (the "Jovian Contract"), may be deemed to exercise beneficial ownership over the Issuer's securities held by Polis, including these securities. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
2. The securities are held directly by JPS International, LLC, a Delaware limited liability company ("International"). The Reporting Person, through the Jovian Contract, may be deemed to exercise beneficial ownership over the Issuer's securities held by International, including these securities. The Reporting Person disclaims beneficial ownership of these securities except to the extent of its pecuniary interest therein.
3. The securities are held directly by Internet Floral Concepts, L.P., a Delaware limited partnership ("Concepts"). The Reporting Person, through the Jovian Contract, may be deemed to exercise beneficial ownership over the Issuer's securities held by Concepts, including these securities. The Reporting Person disclaims beneficial ownership of these securities except to the extent of its pecuniary interest therein.
4. This sale was effected pursuant to a Rule 10b5-1 trading plan.

**Signatures**

Jeremy W. Makarechian, Attorney in Fact

\*\* Signature of Reporting Person

05/02/2005

Date

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 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).

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

**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 Number.**