

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2008-08-29** | Period of Report: **2008-08-28**  
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([HTML Version](#) on [secdatabase.com](#))

### REPORTING OWNER

#### **FIPPS MICHAEL W**

CIK: **1236838**

Type: **4** | Act: **34** | File No.: **000-31049** | Film No.: **081047077**

Mailing Address

*127 RACINE DRIVE*

*SUITE 202*

*WILMINGTON NC 28403*

### ISSUER

#### **TRADESTATION GROUP INC**

CIK: **1111559** | IRS No.: **650977576** | State of Incorp.: **FL** | Fiscal Year End: **1231**

SIC: **6211** Security brokers, dealers & flotation companies

Mailing Address

*8050 SW 10TH STREET*

*SUITE 4000*

*PLANTATION FL 33324*

Business Address

*8050 SW 10TH STREET*

*SUITE 4000*

*PLANTATION FL 33324*

*954-652-7023*

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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### 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 <b>FIPPS MICHAEL W</b>			2. Issuer Name and Ticker or Trading Symbol <b>TRADESTATION GROUP INC [TRAD]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>08/28/2008</b>			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
5407 RESERVE DRIVE			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) <b>WILMINGTON, NC 28409</b>								
(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	08/28/2008		M		7,000	A	\$8.66	7,250	D	
Common Stock	08/28/2008		S		200	D	\$9.72	7,050	D	
Common Stock	08/28/2008		S		400	D	\$9.71	6,650	D	
Common Stock	08/28/2008		S		5,800	D	\$9.7	850	D	
Common Stock	08/28/2008		S		500	D	\$9.69	350	D	
Common Stock	08/28/2008		S		100	D	\$9.68	250	D	
Common Stock								500	I	Spouse <sup>(L)</sup>

**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					

Stock Option (Right to buy)	\$8.66	08/28/2008		<u>M</u>		7,000	09/26/2004 <sup>(2)</sup>	09/25/2008	Common Stock	7,000	\$8.66	0	D
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**Explanation of Responses:**

1. These shares are owned by Denise Fipps, the wife of Michael W. Fipps. Michael W. Fipps disclaims beneficial ownership of these shares.
2. The derivative securities exercised (7,000 in total) became exercisable in one-third (1/3) increments on September 26, 2004, 2005 and 2006.

**Signatures**

/s/ Michael W. Fipps

\*\* Signature of Reporting Person

08/29/2008

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.**