

FRANKLIN ELECTRONIC PUBLISHERS INC
 Form 4
 January 23, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 SIMONS JAMES H

2. Issuer Name and Ticker or Trading Symbol
 FRANKLIN ELECTRONIC PUBLISHERS INC [FEP]

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

(Last) (First) (Middle)
 RENAISSANCE TECHNOLOGIES
 CORP., 800 THIRD AVENUE
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 01/20/2006

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

NEW YORK, NY 10022

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One 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 (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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					1,684,640	I	By Bermuda Trust Company Limited ⁽¹⁾
Common Stock					4,701	I	Held by Dr. Simons' child ⁽²⁾
Common Stock					4,701	I	Held by Dr. Simons' as custodian ⁽³⁾

Edgar Filing: FRANKLIN ELECTRONIC PUBLISHERS INC - Form 4

Common Stock						4,701	I	Held by Dr. Simons as administrator <u>(4)</u>
Common Stock						850	I	Held by Dr. Simons' wife <u>(5)</u>
Common Stock						2,001	I	Held by Dr. Simons' child <u>(6)</u>
Common Stock						53	I	Held by Renaissance Ventures Ltd. <u>(7)</u>
Common Stock						410,000	D	
Series A 10% Convertible Preferred Stock	03/31/2005		D	1,000	D	\$ 1,000	2,434	D
Series A 10% Convertible Preferred Stock	01/20/2006		D	2,434	D	\$ 1,000	0	D

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

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 control number.

SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or

