

MILLER MICHAEL G
Form 4
January 04, 2006

FORM 4

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

OMB APPROVAL

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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 *
MILLER MICHAEL G

(Last) (First) (Middle)

**C/O JAKKS PACIFIC, INC., 22619
PACIFIC COAST HIGHWAY**

2. Issuer Name and Ticker or Trading Symbol
JAKKS PACIFIC INC ["JAKK"]

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Street)

MALIBU, CA 90265

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

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 Ownership (Instr. 4)
Common Stock	01/01/2006		A	(A) or (D) A	5,732 \$ 20.94	7,732	D

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

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 Underlying Securities (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Options	\$ 19.27					07/01/2005	07/01/2015	Common Stock	7,500
Options	\$ 22.11					01/01/2005	01/01/2015	Common Stock	7,500
Options	\$ 20.55					07/01/2004	07/01/2014	Common Stock	7,500
Options	\$ 13.15					01/01/2004	01/01/2014	Common Stock	7,500
Options	\$ 13.39					07/01/2003	07/01/2013	Common Stock	7,500
Options	\$ 13.47					01/01/2003	01/01/2013	Common Stock	7,500
Options	\$ 17.26					07/01/2002	07/01/2012	Common Stock	7,500
Options	\$ 18.95					01/01/2002	01/01/2012	Common Stock	7,500
Options	\$ 9.125					01/01/2001	01/01/2011	Common Stock	9,375
Options	\$ 7.875					04/01/1999	04/01/2009	Common Stock	7,003
Options	\$ 7.875					07/01/1999	07/01/2009	Common Stock	6,605
Options	\$ 7.875					01/01/2000	01/01/2010	Common Stock	6,663

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MILLER MICHAEL G
C/O JAKKS PACIFIC, INC. X
22619 PACIFIC COAST HIGHWAY
MALIBU, CA 90265

Signatures

/s/ Michael G.
Miller 01/03/2006
**Signature of Date
Reporting Person

Explanation of Responses:

- * 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).
- (1) Issued under the Company's 2002 Stock Award and Incentive Plan. In accordance with such Plan, the shares so issued may not be sold, mortgaged, pledged, transferred or otherwise encumbered prior to January 1, 2007.

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