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INFOSPACE INC
Form S-8 POS
December 12, 2001

As filed with the Securities and Exchange Commission on December 11, 2001
Registration No. 333-58422

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

POST EFFECTIVE AMENDMENT NO. 1
to
FORM S-8
REGISTRATION STATEMENT

Under
The Securities Act Of 1933

INFOSPACE, INC.
(Exact name of registrant as specified in its charter)

DELAWARE	91-1718107
(State of Incorporation)	(I.R.S. Employer Identification Number)

601 108th Ave N.E.
Suite 1200
Bellevue, WA 98004
(Address of principal executive offices)

INFOSPACE, INC. 2001 NONSTATUTORY STOCK OPTION PLAN
INFOSPACE, INC. AND SARAIDE INC. 2000 STOCK PLAN
(Full titles of the plans)

John M. Hall, Esq.
Senior Vice President and General Counsel
InfoSpace, Inc.
601 108th Ave N.E.
Suite 1200
Bellevue, WA 98004
(425) 201-6100
(Name, address, including zip code and telephone number,
including area code, of agent for service)

Copy to:
Patrick J. Schultheis, Esq.

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Wilson Sonsini Goodrich & Rosati, P.C.
5300 Carillon Point
Kirkland, Washington 98033
(425) 576-5800

INFOSPACE, INC.

REGISTRATION STATEMENT ON FORM S-8

EXPLANATORY STATEMENT

InfoSpace, Inc. hereby amends its registration statement on Form S-8 by filing of this Post-Effective Amendment No. 1 to reflect the amendment and restatement of the InfoSpace, Inc. 2001 Nonstatutory Stock Option Plan. The amended and restated plan is filed herewith as Exhibit 4.1. No additional securities are being registered.

PART II

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 8. Exhibits.

EXHIBIT NUMBER	DESCRIPTION
4.1	InfoSpace, Inc. 2001 Nonstatutory Stock Option Plan (as amended and restated e 2001)
4.2	InfoSpace, Inc. and Saraide Inc. 2000 Stock Plan (1)
5.1	Opinion of Wilson Sonsini Goodrich & Rosati, P.C. as to legality of securities
23.1	Consent of Deloitte & Touche L.L.P., Independent Auditors*
23.2	Consent of Wilson Sonsini Goodrich & Rosati, P.C. (contained in Exhibit 5.1)*
24.1	Power of Attorney*

* Previously filed as an exhibit to this Registration Statement on Form S-8 (No. 333-58422).

(1) Incorporated by reference to the Registration Statement on Form S-3 (No. 333-93167) filed by the registrant on December 21, 1999, as amended.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Bellevue, State of Washington, on this 11th day of December, 2001.

INFOSPACE, INC.

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/s/ John M. Hall

John M. Hall
Senior Vice President and General Counsel

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed below by the following persons on behalf of the Registrant in the capacities as of December 11, 2001.

Signature -----	Title -----
* ----- Naveen Jain	Chairman and Chief Executive Officer (Principal Executive Officer)
* ----- Tammy D. Halstead	Chief Financial Officer (Principal Financial and Accounting Officer)
* ----- Edmund O. Belsheim, Jr.	President, Chief Operating Officer and Chief Executive Officer
* ----- John E. Cunningham, IV	Director
* ----- Peter L. S. Currie	Director
* ----- Richard D. Hearney	Director
* ----- Rufus W. Lumry, III	Director
* ----- William D. Savoy	Director
* ----- Lewis M. Taffer	Director

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*By: /s/ John M. Hall

John M. Hall, as attorney-in-fact

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INFOSPACE, INC.

REGISTRATION STATEMENT ON FORM S-8

INDEX TO EXHIBITS

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