#### YOUTH STREAM MEDIA NETWORKS INC

Form 4 February 26, 2001

FORM 4

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

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(f) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287
Expires: December 31, 2001
Estimated average burden
hours per response: 0.5

(Print or Type Responses)

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1. Name and Address of Reporting Person\*  $\,$ 

James Lucchesi G.

(Last) (First) (Middle)

c/o YouthStream Media Networks, Inc.
28 West 23rd Street, 6th Floor

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(Street)

New York NY 10010

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

YouthStream Media Networks, Inc. (NASDAQ: NETS)

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3. IRS Identification Number of Reporting Person, if an entity (Voluntary)

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	4. Statement for Month/Year February, 2001						
5. If Amendment, Date (Month/Ye							
	licable) 10% Own Other (	er specify er					
7. Individual or Joint (Check Applicab  _X_ Form filed by 0  Form filed by M	le Line) ne Reporting Pers	on	son				
TABLE I	- NON-DERIVATIVE 2. Transaction Date (Month/Day/	3. Transaction Code (Instr. 8)					Y OWNED
	Year)	1	   V	Amount	(A) o		Ov Er (]
YouthStream Media Networks Common Stock	2/15/01						
YouthStream Media Networks Common Stock	2/16/01	Р	V	5,000	А		
YouthStream Media Networks Common Stock						1.40625	
YouthStream Media	2/20/01	P		4 <b>,</b> 967		1.40625  1.4375	

2

6. Ownership Form: 7. Nature o Direct (D) or Benefici Indirect (I) (Instr.	al Ownership	
(Instr. 4)		
Direct		
Indirect	*	
Reminder: Report on a separate lime owned directly or indirectly or indi		securities beneficially
* If the form is filed by more that 4(b)(v).	an one reporting perso	on, see Instruction
		(Over)
		SEC 1474 (7/91)
* Shares owned by minor children.		
FORM 4 - (continued)		
TABLE II - DERIVAT	IVE SECURITIES ACQUIRE	D, DISPOSED OF, OR BENEFICIALLY OWNED
(e.g., PUTS	, CALLS, WARRANTS, OPT	CIONS, CONVERTIBLE SECURITIES)
1. Title of Derivative Security (Instr. 3)	2. Conver- 3. Trans sion or action	s- 4. Trans- 5. Number of Derivon action ative Securities
	sion or action Exercise Date Price of (Mont	Code Acquired (A) or https://doi.or.ic.in/
	Derivative Day/ Security Year	
		Code   V   (A)   (D)
1. Title of Derivative Security		
(Instr. 3)	Derivative	Derivative Form of Indi

Security (Instr.5)	Securities Beneficially Owned at End of Month (Instr. 4)	Derivative Security: Direct (D) or Indirect (I)(Instr. 4)	Benef Owner (Inst

Explanation of Responses:

/s/ JAMES G. LUCCHESI 2/21/01
----\*\*Signature of Reporting Person Date

\*\* 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 provided 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.

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