Howe Robert M. III Form 4 September 18, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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obligations may continue. See Instruction

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Howe Robert M. III Issuer Symbol ICEWEB INC [IWEB] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director 10% Owner X_ Officer (give title Other (specify 22900 SHAW ROAD, SUITE 111 09/10/2012 below) Chief Executive Officer (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting STERLING, VA 20166 Person

(City)	(State)	(Zip) Table	e I - Non-E	Derivative S	Securi	ities Acqu	ired, Disposed of	, or Beneficiall	y 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. Securition(A) or Dis (Instr. 3, 4)	sposed	of (D)	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)
Common Stock					()		1,000,000	D	
Common Stock	09/10/2012		A	48,193	A	\$ 0.083	1,048,193	D	

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

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

1. Title of	2.	J. Hansaction Date	JA. Decineu	т.	J. I dillioci oi		O. Date Exercis	saute and	7. True and 1	Illount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative			Expiration Date		Underlying Securities	
Security	or Exercise		any	Code Securities		(Month/Day/Year)		(Instr. 3 and 4)		
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Acquired (A) or Disposed of (D)						
	Derivative									
	Security			(Instr. 3, 4, and 5)						
							Date Exercisable	Expiration Date	Title	Amour Numbe
				Code V	(A)	(D)	Exercisable	Date		Shares
Options	\$ 0.0847	09/14/2012		A	5,000,000		10/14/2012	09/14/2017	Common Stock	5,000

5. Number of

6. Date Exercisable and

7. Title and Amount

Reporting Owners

eiationships

3. Transaction Date 3A. Deemed

Director 10% Owner Officer Other

Howe Robert M. III 22900 SHAW ROAD SUITE 111

SUITE 111 X Chief Executive Officer

STERLING, VA 20166

Signatures

/s/ Robert M.

1. Title of 2

Howe III 09/18/2012

**Signature of Reporting Person Date

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) N/A

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.

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