

FIVEL STEVEN E
 Form 4/A
 February 24, 2011

FORM 4

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

OMB APPROVAL

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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 *
 FIVEL STEVEN E

(Last) (First) (Middle)

C/O BRIGHTPOINT, INC., 7635
 INTERACTIVE WAY, SUITE 200

(Street)

INDIANAPOLIS, IN 46278

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 BRIGHTPOINT INC [CELL]

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/19/2011

4. If Amendment, Date Original Filed(Month/Day/Year)
 02/23/2011

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

EVP & General Counsel

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	02/19/2011		M	9,743 A \$ 0	63,669	D	
Common Stock	02/19/2011		F	3,006 D \$ 12.36	60,663	D	
Common Stock	02/19/2011		M	25,089 A \$ 0	85,752	D	
Common Stock	02/19/2011		F	9,902 D \$ 12.36	75,850	D	
Common Stock					20,000	I	By Trust ⁽¹⁾

Common Stock	584	I	Represents shares acquired under the Brightpoint, Inc. Employee Stock Purchase Plan
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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. Amount or Number of Shares	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Restricted Stock Units	\$ 0 ⁽²⁾	02/19/2011		M	9,743	<u>(3)</u>	<u>(3)</u>	Common Stock	9,743
Restricted Stock Units	\$ 0 ⁽²⁾	02/19/2011		M	25,089	<u>(4)</u>	<u>(4)</u>	Common Stock	25,089

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
FIVEL STEVEN E C/O BRIGHTPOINT, INC. 7635 INTERACTIVE WAY, SUITE 200 INDIANAPOLIS, IN 46278	EVP & General Counsel

Signatures

/s/ Sean M. Mayberry,
Attorney-in-Fact

02/24/2011

__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) These shares are held by the Leslie J. Fivel Living Trust, Leslie J. Fivel, Trustee. Leslie J. Fivel is Steven Fivel's spouse.
- (2) Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of the Registrant's common stock.
- (3) Of these RSUs, 9,744 vested on February 19, 2010 and 9,743 vested on February 19, 2011. The remaining 9,743 of these RSUs are scheduled to vest on February 19, 2012.
- (4) 25,089 of these RSUs vested on February 19, 2011 and 25,089 of these RSUs are scheduled to vest on each of February 19, 2012 and February 19, 2013.

Remarks:

The original Form 4 was mistakenly filed under the signature of the Reporting Person and is now being filed under the signature of the Registrant.

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.