

BEDELL JEFFREY A  
Form 4  
December 14, 2010

**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 \*  
BEDELL JEFFREY A

(Last) (First) (Middle)

1850 TOWERS CRESCENT  
PLAZA

(Street)

VIENNA, VA 22182

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
MICROSTRATEGY INC [MSTR]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/10/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP, Technology and CTO

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)
			Code	V	Amount	(D)	Price
Class A Common Stock	12/10/2010		M		12,500	A	\$ 24.8
Class A Common Stock	12/10/2010		S		200	D	\$ 88.485
Class A Common Stock	12/10/2010		S		200	D	\$ 88.49
Class A Common Stock	12/10/2010		S		100	D	\$ 88.5

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Stock							
Class A Common Stock	12/10/2010	S	500	D	\$ 88.51	19,696	D
Class A Common Stock	12/10/2010	S	200	D	\$ 88.52	19,496	D
Class A Common Stock	12/10/2010	S	200	D	\$ 88.57	19,296	D
Class A Common Stock	12/10/2010	S	100	D	\$ 88.585	19,196	D
Class A Common Stock	12/10/2010	S	100	D	\$ 88.59	19,096	D
Class A Common Stock	12/10/2010	S	404	D	\$ 88.64	18,692	D
Class A Common Stock	12/10/2010	S	200	D	\$ 88.68	18,492	D
Class A Common Stock	12/10/2010	S	100	D	\$ 88.695	18,392	D
Class A Common Stock	12/10/2010	S	400	D	\$ 88.71	17,992	D
Class A Common Stock	12/10/2010	S	36	D	\$ 88.72	17,956	D
Class A Common Stock	12/10/2010	S	104	D	\$ 88.8027	17,852	D
Class A Common Stock	12/10/2010	S	100	D	\$ 88.86	17,752	D
Class A Common Stock	12/10/2010	S	296	D	\$ 88.87	17,456	D
Class A Common Stock	12/10/2010	S	100	D	\$ 88.925	17,356	D

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Class A Common Stock	12/10/2010	S	200	D	\$ 88.96	17,156	D
Class A Common Stock	12/10/2010	S	200	D	\$ 88.97	16,956	D
Class A Common Stock	12/10/2010	S	10	D	\$ 88.98	16,946	D
Class A Common Stock	12/10/2010	S	100	D	\$ 89.02	16,846	D
Class A Common Stock	12/10/2010	S	200	D	\$ 89.03	16,646	D
Class A Common Stock	12/10/2010	S	101	D	\$ 89.0406	16,545	D
Class A Common Stock	12/10/2010	S	100	D	\$ 89.085	16,445	D
Class A Common Stock	12/10/2010	S	100	D	\$ 89.1	16,345	D
Class A Common Stock	12/10/2010	S	108	D	\$ 89.11	16,237	D
Class A Common Stock	12/10/2010	S	700	D	\$ 89.13	15,537	D
Class A Common Stock	12/10/2010	S	200	D	\$ 89.14	15,337	D
Class A Common Stock	12/10/2010	S	100	D	\$ 89.141	15,237	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)

