U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 4

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

[] Check this box if no longer obligations may continue. S	ee Instruction 1	(b).							
1. Name and Address of Reporting		=======	====	=========	==				
Sicilian	Michael								
(Last)	(First)	M)	iddl	e)					
c/o MIM Corporation, 100 Clearbr									
Elmsford	(Street) New York			523					
(City)	(State)	(Zip)						
2. Issuer Name and Ticker or Tra		=======	====	=========	==				
MIM Corporation (MIMS)									
3. IRS or Social Security Number					==				
4. Statement for Month/Year	========	=======	====	=========	==				
June, 2002									
5. If Amendment, Date of Origina		=======	:====	========	==				
6. Relationship of Reporting Per (Check all applicable) [] Director [X] Officer (give title bel	son to Issuer [ow)] 10% Ow	mer	cify below)	==				
7. Individual or Joint/Group Fil				========	==				
[X] Form filed by one Reporti	ng Person ne Reporting Per	son							
Table I Non-Deriva	tive Securities Beneficially Own	Acquired, ed	Disp	osed of,					
				4. Securities Acq Disposed of (D (Instr. 3, 4 a) nd 5)	` ,	5. Amount of Securities Beneficially	6. Owner- ship Form: Direct	7. Nature of
1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	Code (Instr. 8) Code V			(A) or (D)		of Month	(I)	Indirect Beneficial Ownership (Instr. 4)
Common Stock (Par Value \$0.0001 per share) "Common Stock"	06/03/02	Р		,	Α		20,200(1)	D	
* If the Form is filed by more t 4(b)(v).					=====	=======	=======================================	=======	=======
Reminder: Report on a separate 1	ine for each cla	ss of secu	riti	es beneficially					

Page 1 of 2

owned directly or indirectly.

FORM 4 (continued)

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 of Exercise Price of Derivative Security	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)	5. Number of Derivative Securities Acquired or Disposof(D) (Instr. 34 and 5)	ve es (A) sed 3,	•		7. Title and of Underl Securitie (Instr. 3	ying s	8. Price of Deriv- ative Secur- ity (Instr. 5)	Derivative Securities Beneficially Owned at End of Month (Instr. 4)	of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)
Options (Right to Buy) to acquire Common Stock	\$6.14					(2)	07/02/11		100,00				
Options (Right to Buy) to acquire Common Stock	\$10.63	06/04/02	V		A 	(3)	06/04/12	Common Stock	25,00	0	125,000	D	

Explanation of Responses:

- (1) Includes 15,000 restricted shares of Common Stock which are subject to restrictions on transfer and encumbrance prior to the scheduled vesting date and are automatically forfeited to the Company upon termination of Mr. Sicilian's employment prior to the scheduled vesting of Mr. Sicilian's shares. The restrictions to which the restricted shares are subject may lapse prior to the scheduled vesting date upon the achievement by the Company of certain specified levels of earnings per share in future fiscal years prior to the scheduled vesting date.
- (2) Vests and becomes exercisable in three equal annual installments on the first three anniversary of the date of grant (7/2/01)
- (3) Vests and becomes exercisable in three equal annual installments on the first three anniversary of the date of grant (6/4/02)

/s/ Michael J. Sicilian June 18, 2002

**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 procedures.

Page 2 of 2