

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 subject of Section 16. Form 4 or Form 5  
obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person\*

DiFazio Louis T.  
-----  
(Last) (First) (Middle)  
-----  
c/o MIM Corporation, 100 Clearbrook Road  
-----  
Elmsford New York 10523  
-----  
(City) (State) (Zip)  
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2. Issuer Name and Ticker or Trading Symbol

MIM Corporation (MIMS)

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

June, 2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer  
(Check all applicable)

[X] Director [ ] 10% Owner  
[ ] Officer (give title below) [ ] Other (specify below)

7. Individual or Joint/Group Filing (Check applicable line)

[X] 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 (mm/dd/yy)	3. Transaction Code (Instr. 8) ----- Code V	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Amount	Price			
Common Stock par value \$0.0001					2,500	D	

\* If the Form is filed by more than one Reporting Person, see Instruction  
4(b)(v).

Reminder: Report on a separate line for each class of securities beneficially  
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)

2. Conver-	5.	7.	9. Number of Deriv- ative	10. Owner- ship of Deriv-	11.
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1. Title of Derivative Security (Instr. 3)	2. Exercise Price of Derivative Security	3. Transaction Date (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	7. Expiration Date	8. Title and Amount of Underlying Securities (Instr. 3 and 4)	9. Price of Derivative Security (Instr. 5)	10. Securities Beneficially Owned at End of Month (Instr. 4)	11. Active Security: Direct (D) or Indirect (I) (Instr. 4)	12. Nature of Ownership (Instr. 4)
Option to purchase Common Stock	\$9.94	06/04/02	A	5,000	(1)	06/04/12	Common Stock	5,000	N/A		
Options to purchase Common Stock	\$4.75				(2)	05/26/08	Common Stock	20,000	25,000	D	

Explanation of Responses:

- (1) Vests and becomes exercisable in three equal annual installments on the first three anniversary of the date of grant (6/4/02)
- (2) Fully vested

/s/ Louis T. DiFazio  
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 \*\*Signature of Reporting Person

July 7, 2002  
 -----  
 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.