MADDEN STEVEN

Form 4/A June 16, 2010

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB

Issuer

3235-0287

OMB APPROVAL

Check this box if no longer

Washington, D.C. 20549

Number: January 31, Expires: 2005

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Form 5 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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

MADDEN STEVEN

1. Name and Address of Reporting Person *

			STEVEN MADDEN, LTD. [SHOO]					(Check all applicable)				
(Last) (First) (Middle) C/O STEVEN MADDEN, LTD., 52-16 BARNETT AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 05/21/2009					DirectorX 10% Owner Officer (give title Other (specify below)				
	(Street) AND CITY,, NY	7 11104	4. If Amendment, Date Original Filed(Month/Day/Year) 05/26/2009				A - -	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactic Code (Instr. 8)	omr Dispos (Instr. 3, 4	ed of		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, par value \$0.0001 per share	05/21/2009			S	35,000	D	\$ 27.252	1,028,600 (1) (2)	D			
Common Stock, par value \$0.0001 per share	05/22/2009			S	21,000	D	\$ 27.0373	1,007,600 (1) (2)	D			
Common Stock, par	05/26/2009			S	44,000	D	\$ 27.5898	963,600 <u>(1)</u> (2)	D			

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value \$0.0001 per share

Common

Stock, par value

\$0.0001 per share $1,671,000 \stackrel{(2)}{=} I$

By **BOCAP** Corp. $\underline{^{(3)}}$

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

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

Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transactio		6. Date Exerc Expiration D		7. Title and Amount of	8. Price of Derivative	9. Nu Deriv	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	. 3 and 4)		Owne
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
					., ,						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title F	Number		
						LACICISADIC	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

MADDEN STEVEN C/O STEVEN MADDEN, LTD. 52-16 BARNETT AVENUE LONG ISLAND CITY,, NY 11104

X

Signatures

/s/ Arvind Dharia Arvind Dharia, Attorney-in-Fact for Steven Madden

06/16/2010

**Signature of Reporting Person

Date

Reporting Owners 2

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).
 - The Form 4 filed by the reporting person on May 26, 2009 to report the sale of an aggregate of 100,000 shares of common stock of Steven Madden, Ltd. (the "Company") directly owned by him, in sales that occurred on May 21, May 22 and May 26, 2009, overstated by 20,000 shares the number of shares directly owned by the reporting person following the reported transactions due to a subtraction error
- (1) that appears in each row of Column 5 of Table I. Subsequent Forms 4 filed by the reporting person on November 20, 2009 and January 13, March 16 and March 22, 2010 continued the same 20,000 share error in Column 5 of Table 1. As a consequence, 662,400 shares, rather than 642,400 (reflecting the correct number of shares beneficially owned), were reported as directly owned by the reporting person following the transaction reported in the Form 4 filed on March 22, 2010.
- On or about April 30, 2010, Steven Madden, Ltd. effected a three-for-two stock split (effected as a stock dividend) resulting in the reporting person receiving 321,200 additional shares of common stock and BOCAP Corp., a corporation wholly owned by the reporting person, receiving 557,000 additional shares of common stock.
- (3) BOCAP Corp. is a corporation wholly owned by the reporting person.

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.