

Hartnett Jennifer E
 Form 3
 December 11, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Hartnett Jennifer E | | (Month/Day/Year) | EDIETS COM INC [DIET] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 12/11/2012 | | |
| C/O 555 SW 12TH AVENUE,Â SUITE 210 | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | Chief Executive Officer | |
| POMPANO BEACH,Â FLÂ 33069 | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| | | | | | |
|--|--|---|--|--|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

(Instr. 5)

| | | | | | | | |
|------------------------------|------------|------------|--------------|---------|---------|---|---|
| Stock Options (right to buy) | Â (1) | 02/07/2021 | Common Stock | 25,000 | \$ 1.75 | D | Â |
| Stock Options (right to buy) | Â (2) | 03/15/2021 | Common Stock | 5,000 | \$ 2.85 | D | Â |
| Stock Options (right to buy) | Â (3) | 12/20/2021 | Common Stock | 150,000 | \$ 0.27 | D | Â |
| Stock Options (right to buy) | 05/16/2012 | 02/16/2022 | Common Stock | 40,000 | \$ 0.55 | D | Â |
| Stock Options (right to buy) | 09/20/2012 | 06/22/2022 | Common Stock | 30,000 | \$ 0.32 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Hartnett Jennifer E C/O 555 SW 12TH AVENUE SUITE 210 POMPANO BEACH, FL 33069 | Â | Â | Â Chief Executive Officer | Â |

Signatures

/s/ Jennifer E. Hartnett 12/11/2012

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Exercisable according to the following vesting schedule: 8,250 beginning on February 7, 2012; 8,250 beginning on February 7, 2013 and 8,500 beginning on February 7, 2014.
- (2) Exercisable according to the following vesting schedule: 1,650 beginning on March 15, 2012; 1,650 beginning on March 15, 2013 and 1,700 beginning on March 15, 2014.
- (3) Exercisable according to the following vesting schedule: 49,500 beginning on December 20, 2012; 49,500 beginning on December 20, 2013 and 51,000 beginning on December 20, 2014.

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.