

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>MCLARTY THOMAS F III</u> (Last) (First) (Middle) <u>KISSINGER MCLARTY ASSOCIATES</u> <u>1775 PENNSYLVANIA AVENUE, NW, SUITE 450</u> (Street) <u>WASHINGTON DC 20006</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ACXION CORP [ACXM]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/04/2004</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	(A) or (D)	Price			
Common Stock, \$.10 Par Value	02/04/2004		J		2,054 ⁽¹⁾	A	\$18.64	10,495	D	

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 or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (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 and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Non-Qualified Stock Option (right to buy) ⁽²⁾	\$18.64	02/04/2004		A		2,500 ⁽³⁾		(4)	02/03/2016	Common Stock, \$.10 Par Value	\$0	2,500	D	

Explanation of Responses:

- 2000 of these shares were issued to the reporting person as part of his annual retainer as a member of the registrant's Board of Directors, and the remainder were issued as compensation for attendance at a board meeting.
- This option has a tandem tax withholding right.
- This option was granted pursuant to the Registrant's Amended and Restated Key Employee Stock Option Plan, originally adopted in 1983 and most recently amended in May, 2000, as part of the reporting person's annual retainer as a member of the registrant's Board of Directors.
- This option, which has a term of twelve years, becomes exercisable in three equal annual installments beginning on the first anniversary of the grant date.

By: Catherine L. Hughes,
Attorney-in-Fact For: Thomas 02/06/2004
F. McLarty III

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.