

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>SCHWARZKOPF H NORMAN</u> (Last) (First) (Middle) 400 NORTH ASHLEY STREET, SUITE 3050 (Street) TAMPA FL 33602 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>IAC/INTERACTIVECORP [IACI]</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) 12/05/2005	
		6. Individual or Joint/Group Filing (Check Applicable Line) <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 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 ⁽¹⁾	12/05/2005		M ⁽¹⁾		45,000 ⁽¹⁾	A	\$6.18	57,880	D	
Common Stock	12/05/2005		S ⁽²⁾		13,500	D	\$27.9	44,380	D	
Common Stock	12/05/2005		S ⁽²⁾		5,000	D	\$27.71	39,380	D	
Common Stock	12/05/2005		S ⁽²⁾		26,500	D	\$27.7	12,880	D	
Common Stock ⁽¹⁾	12/06/2005		M ⁽¹⁾		10,000 ⁽¹⁾	A	\$6.46	22,880	D	
Common Stock	12/06/2005		S ⁽²⁾		10,000	D	\$28	12,880 ⁽³⁾	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						Title
Options to Purchase Common Stock	\$6.18	12/05/2005		M			45,000	08/09/2005	04/03/2006	Common Stock	45,000	\$0	0	D	
Options to Purchase Common Stock	\$6.46	12/06/2005		M			10,000	08/09/2005	12/20/2006	Common Stock	10,000	\$0	0	D	

Explanation of Responses:

- Represents shares of IAC Common Stock acquired in connection with the exercise of stock options.
- This sale was effected pursuant to the terms of a 10b5-1 sales plan adopted by the reporting person on November 3, 2005.
- Includes (i) 3,750 shares of IAC Common Stock held directly by the reporting person and (ii) 9,130 share units accrued pursuant to the Non-Employee Director Deferred Compensation Plan as of the date of this report.

Joanne Hawkins as Attorney-in-Fact for H. Norman Schwarzkopf 12/07/2005

** 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.