

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

1. Name and Address of Reporting Person* <u>Dicso James Joseph</u>  (Last) (First) (Middle) <u>C/O LIVEPERSON, INC.</u> <u>462 SEVENTH AVENUE THIRD FLOOR</u>  (Street) <u>NEW YORK NY 10018</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>04/24/2008</u>	3. Issuer Name and Ticker or Trading Symbol <u>LIVEPERSON INC [ LPSN ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>See Remarks</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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)
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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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (right to buy)	(1)	11/16/2014	Common Stock	120,000	1.97	D	
Stock Option (right to buy)	(2)	07/22/2015	Common Stock	150,000	3.16	D	
Stock Option (right to buy)	(3)	01/30/2017	Common Stock	60,000	5.9	D	
Stock Option (right to buy)	(4)	02/22/2018	Common Stock	50,000	3.45	D	

## Explanation of Responses:

- This grant is comprised of an incentive stock option for 120,000 shares, of which 87,500 shares are currently exercisable and 32,500 shares become exercisable on November 16, 2008.
- This grant is comprised of (a) a non-qualified stock option for 104,462 shares, of which 52,231 shares are currently exercisable and 26,115 shares become exercisable on July 22, 2008 and 26,116 shares become exercisable on July 22, 2009, and (b) an incentive stock option for 45,538 shares, of which 22,769 shares are currently exercisable, 11,384 shares become exercisable on July 22, 2008 and 11,385 shares become exercisable on July 22, 2009.
- This grant is comprised of (a) a non-qualified stock option for 19,149 shares, of which 15,000 shares are currently exercisable and 4,149 shares become exercisable on January 30, 2009, and (b) an incentive stock option for 40,851 shares, of which no shares are currently exercisable, 10,851 shares become exercisable on January 30, 2009, and 15,000 shares become exercisable on each of January 30, 2010 and 2011.
- This grant is comprised of (a) a non-qualified stock option for 30,834 shares, of which no shares are currently exercisable, 12,500 shares become exercisable on February 22, 2009 and 9,167 shares become exercisable on each of February 22, 2010 and 2011, and (b) an incentive stock option for 19,166 shares, of which no shares are currently exercisable, 3,333 shares become exercisable on each of February 22, 2010 and 2011, and 12,500 shares become exercisable on February 22, 2012.

## Remarks:

Senior Vice President, Enterprise Sales and Services

/s/ Monica Greenberg as  
Attorney in Fact05/05/2008

\*\* 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 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).

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.

## POWER OF ATTORNEY

**KNOW ALL BY THESE PRESENTS**, that the undersigned hereby constitutes and appoints Tim Bixby, Michael Kovach and Monica Greenberg, and each of them acting or signing alone, as his or her true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of LivePerson, Inc. (the "Company"), any and all reports required to be filed by the undersigned in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 or other required report and timely file such report with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned, pursuant to this Power of Attorney, shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his or her discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform each and every act and thing whatsoever requisite, necessary, and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or his or her substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that no such attorney-in-fact, in serving in such capacity at the request of the undersigned, is hereby assuming, nor is the Company hereby assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file reports under Section 16 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed effective as of the 1st day of May 2008.

Signature: */s/ James Dicso*

Printed Name: James Dicso

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