

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* <u>Day William C</u>			2. Issuer Name and Ticker or Trading Symbol <u>MARCHEX INC [MCHX]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <p style="text-align: center;">Chief Media Officer</p>		
(Last) (First) (Middle) <u>413 PINE STREET, STE 500</u>			3. Date of Earliest Transaction (Month/Day/Year) <u>08/10/2007</u>					
(Street) <u>SEATTLE WA 98101</u>			4. 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 <input type="checkbox"/> 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)	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			
<u>Class B Common Stock</u>	<u>08/10/2007</u>		<u>A</u>		<u>200,000⁽¹⁾</u>	<u>A</u>	<u>\$0</u>	<u>200,000</u>	<u>D</u>	

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
<u>Non-Qualified Stock Option (right to buy)</u>	<u>\$9.47</u>	<u>08/10/2007</u>		<u>A</u>		<u>500,000</u>		<u>08/10/2008⁽²⁾</u>	<u>08/10/2017</u>	<u>Class B Common Stock</u>	<u>500,000</u>	<u>\$0</u>	<u>500,000</u>	<u>D</u>	

Explanation of Responses:

- The restricted stock vests in accordance with the following six year vesting schedule: 12.5% of the aggregate amount of restricted shares shall vest on the respective 18, 24 30 and 36 month anniversaries of the grant date and the remaining 50% of the aggregate amount of the restricted shares shall vest on the 72 month anniversary of the grant date and with accelerated vesting upon certain events as set forth in the restricted stock agreement.
- The option vests over a four year period. Twenty-five percent will vest on August 10, 2008 and the remainder will vest in equal increments quarterly thereafter over the following three (3) year period and with accelerated vesting upon certain events as set forth in the stock option agreement.

Remarks:

Exhibit List: Exhibit 24 (Power of Attorney)

By: Ethan Caldwell, Atty-in-Fact For: William Day 08/10/2007

** 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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints the General Counsel and Chief Financial Officer of Marchex, Inc. (the "Company") to

- (1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, Form 3, 4, and 5 in accordance with the requirements of the Securities Act of 1933 and the Securities Exchange Act of 1934;
- (2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of the Company, Forms 3, 4, and 5 in accordance with the requirements of the Securities Act of 1933 and the Securities Exchange Act of 1934;
- (3) 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 to 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 interests of the Company;
- (4) 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 interests of the Company.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, proper and convenient to carry out fully the powers and authority hereinbefore expressed to be conferred upon the said attorney-in-fact, and to execute and deliver all instruments, documents and papers which may be necessary or proper in connection herewith.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's securities.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 20th day of July 2007.

/s/ William C. Day
Signature

William C. Day
Print Name