

Stratton John G
Form 3
January 10, 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 *

Â Stratton John G

(Last) (First) (Middle)

VERIZON
COMMUNICATIONS
INC.,Â 140 WEST STREET,
29TH FLOOR

(Street)

NEW YORK,Â NYÂ 10007

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

01/01/2012

3. Issuer Name **and** Ticker or Trading Symbol
VERIZON COMMUNICATIONS INC [VZ]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
EVP & Pres. - VZ Enterprise

6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ 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)

Common Stock

46

I

By 401(k)

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

SEC 1473 (7-02)

**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 control number.**

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

4. Conversion
or Exercise

5. Ownership
Form of

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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		(Instr. 4)					
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Phantom Stock (unitized)	Â (1)	Â (1)	Common Stock	73,586	\$ (1)	I	By Deferred Compensation Plan
Restricted Stock Units - 2009 - 11 Award Cycle	Â (2)	Â (2)	Common Stock	33,259	\$ (2)	D	Â
Restricted Stock Units - 2010 - 12 Award Cycle	Â (3)	Â (3)	Common Stock	37,113	\$ (3)	D	Â
Restricted Stock Units - 2011 - 13 Award Cycle	Â (4)	Â (4)	Common Stock	34,333	\$ (4)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stratton John G VERIZON COMMUNICATIONS INC. 140 WEST STREET, 29TH FLOOR NEW YORK, NY 10007	Â	Â	Â EVP & Pres. - VZ Enterprise	Â

Signatures

William L. Horton, Jr. attorney-in-fact for John G.
Stratton

01/10/2012

__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).

- Each share of phantom stock is the economic equivalent of a portion of one share of common stock and is settled in cash. The shares of
- (1) phantom stock become payable upon events established by the reporting person in accordance with the deferred compensation plan. The number of shares is based upon 257,079.815 units held as of January 1, 2012.
 - (2) Each Restricted Stock Unit (RSU) represents the right to receive a cash payment equal to the value of one share of common stock, plus accrued dividends, upon vesting. Subject to the terms of the Restricted Stock Unit Agreement, each RSU vested on December 31, 2011, and the cash payment will be based on the closing stock price on the last trading day in December 2011.
 - (3) Each Restricted Stock Unit (RSU) represents the right to receive one share of common stock, plus accrued dividends in the form of stock, upon vesting. Subject to the terms of the Restricted Stock Unit Agreement, each RSU will vest on December 31, 2012.
 - (4) Each Restricted Stock Unit (RSU) represents the right to receive one share of common stock, plus accrued dividends in the form of stock, upon vesting. Subject to the terms of the Restricted Stock Unit Agreement, each RSU will vest on December 31, 2013.

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

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