UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL				
MB Number:	3235-0287			
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ours per response.	0.5			

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

ess of Reporting Person ARRY B	<u> </u>	2. Issuer Name and Ticker or Trading Symbol NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB]			_x_	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director Officer (give title below) Other (specify below)								
H STREET, APT. 12		3. Date of Earliest Transaction (Month/Day/Year) 02/02/2006												
(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			_X_ Fo	6. Individual or Joint/Group Filing(Check Applicable Line) X_Form filed by One Reporting Person Form filed by More than One Reporting Person								
(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					ed							
	2. Transaction Date (Month/Day/Year	Execution (on Date, if	Code (Instr	e (A r. 8) (Ir	or Disposed of str. 3, 4 and 5) (A) or	(D) Owne Transa (Instr.	d Followi action(s)		1	Ownership Form: Direct (D) or Indirect (I)	Beneficial Ownership		
on a separate line for eac		Derivativ	ve Securitio	es Acc	Persons in this for displays	orm are not rec a currently va ed of, or Benefic	quired to r alid OMB o	espond control n	unless the		ned SEC 1	474 (9-02)		
rcise (Month/Day/Year)	any	4. Transaction	5. Num on of Derivat Securiti	ber ive	6. Date Exercisable and Expiration Date Am (Month/Day/Year) Un-Sec (Ins		6. Date Exercisable and 7. Titl Expiration Date Amou (Month/Day/Year) Under Securi		7. Title and Amount of Underlying Securities	7. Title and Amount of Jnderlying Securities (Instr. 3 and 4)			Ownershi Form of Derivative Security: Direct (D) or Indirec)
ty			(A) or Dispose (D) (Instr. 3 and 5)				(msu. 3 an	,		Owned Following Reported Transaction	Security: Direct (Dor Indirect) (s) (I)	(Instr. 4)		
ty		Code	Dispose (D) (Instr. 3		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Owned Following Reported Transaction	Security: Direct (Dor Indirect) (s) (I)	(Instr. 4)		
	(First) CH STREET, APT. 12 (Street) NY 10024 (State) on a separate line for eac	(First) (Middle) CH STREET, APT. 12B (Street) NY 10024 (State) (Zip) 2. Transaction Date (Month/Day/Year) on a separate line for each class of securities Table II - Errsion Date (Month/Day/Year) 3. Transaction Execution Date (Month/Day/Year)	ARRY B (First) (Middle) (Street) (Street) (Street) (Street) (State) (Zip) (State) (Zip) (Month/Day/Year) (Month/Day/Year) (A. If Ame 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (A. If Ame 2. Transaction Date Executing (Month/Day/Year) (Month/Day/Year) (A. Dee Executing (Month/Day/Year) (Month/Day/Year) (A. Dee Executing (Month/Day/Year) (Month/Day/Year) (Instr. 8)	ARRY B (First) (Middle) (Street) (Street) (Street) (Street) (Street) (State) (Street) (State) (State) (Street) (A. If Amendment, Date of Earliest Tr 02/02/2006 (Street) (A. If Amendment, Date of Earliest Tr 02/02/2006 (Street) (State) (State) (State) (Zip) (A. If Amendment, Date of Earliest Tr 02/02/2006 (Street) (Month/Day/Year) 2. Transaction Date of Execution Date, if any (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities beneficially owned displayed by the company of Code of	ARRY B (First) (Middle) (Street) (Street) (State) (State) (State) (Zip) (State) (Zip) (Annumber of Execution Date, if (Month/Day/Year) (Month/Day/Year)	NETWORK 1 SECURITY SOLUTE NSSI.OB	NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] 3. Date of Earliest Transaction (Month/Day/Year) 02/02/2006 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Deemed Execution Date, if (Month/Day/Year) (Month/Day/Year) 3. Transaction (A) or Disposed of (Instr. 8) (Instr. 3, 4 and 5) Persons who respond in this form are not recipied (e.g., puts, calls, warrants, options, convertible securities of (Month/Day/Year) 3. Transaction Date (Execution Date) Table II - Derivative Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible securities of (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year)	ARRY B (First) (Middle) (Street) (Street) (State) (State) (State) (State) (Zip) (Any 10024 (State) (Zip) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Any 10024 (State) (Zip) (Any 10024 (State) (Zip) (Any 10024 (State) (Zip) (Any 10024 (Any 1	NETWORK 1 SECURITY SOLUTIONS INC NSSI.OB	NETWORK 1 SECURITY SOLUTIONS INC NETWORK 1 SECURITY SOLUTION IN SECURITY SO	ARRY B NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] NETWORK 1 SECURITY SOLUTIONS INC [NSSI.OB] NETWORK 1 SECURITY SOLUTIONS INC [North/Day/Year] Officer (give title below) Other NETWORK 1 SECURITY SOLUTIONS INC [North/Day/Year] Network 1 Securities Network 2 December Network 2 Decembe	ARRY B NETWORK 1 SECURITY SOLUTIONS INC [NSSLOB] 3. Date of Earliest Transaction (Month/Day/Year) O2/02/2006 4. If Amendment, Date Original Filed(Month/Day/Year) O2/02/2006 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) O2/02/2006 (State) 7. Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3, 4 and 5) O3. Transaction Date (Month/Day/Year) (Month/Day/Year) O3. Transaction Date (Instr. 3, 4 and 5) O4. Amount of Securities Deneficially Owned following Reported (Instr. 3) O5. Amount of Securities Person (Instr. 3) O6. Transaction(S) O7. Transaction(S) O7. Indirect (Instr. 4) O7. Amount of Securities Acquired (Instr. 3) O7. Transaction or required to respond unless the form displays a currently valid OMB control number. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, O7. Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) SEC 1 in this form are not required to respond unless the form displays a currently valid OMB control number. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) SEC 1 in this form are not required to respond unless the form displays a currently valid OMB control number. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) SEC 1 in this form are not required to respond unless the form displays a currently valid OMB control number. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) SEC 1 in this form are not required to respond unless the form displays a currently valid OMB control number. Table II - Derivative Derivative Ownersh (Month/Day/Year) O7. Table II - Derivative Deriv		

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
SCHESSEL HARRY B 156 WEST 86TH STREET APT. 12B NEW YORK, NY 10024	X					

Signatures

By: /s/ Harry B. Schessel	02/06/2006
Signature of Reporting Person	Date

Explanation of Responses:

- * 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).
- (1) On February 2, 2006, Mr. Schessel was issued ten year options to purchase 15,000 shares at an exercise price per share of \$1.31, which options vest over a one year period at the rate of 3,750 shares per quarter beginning May 4, 2006.

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

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