Washingt SCHEDULE	ES AND E on, D.C. 13G	EXCHANGE COMMI . 20549 ities Exchange	Act of 1			
(Amendment No)						
PFSweb, Inc.						
		Issuer)				
Common S	tock					
(Title o	f Class	of Securities	;)			
71709810	7					
(CUSIP N	umber)					
New York	son Aver , New Yo	nue, Suite 260 ork 10022 Rosel	B. Levit 00 and, New 597-2406	Lowenstein Sandle 65 Livingston Ave Jersey 07068		
Authoriz	ed to Re	eceive Notices	and Comm	nunications)		
April 30, 2011 (Date of Event which Requires Filing of this Statement)						
Check th Schedule			designate	e the rule pursuant	to which	this
	_x	Rule 13d-1(b) Rule 13d-1(c) Rule 13d-1(d)				
*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page. The information required on the remainder of this cover page shall not be						
deemed to be ?filed? for the purpose of Section 18 of the Securities Exchange Act of 1934 (?Act?) or otherwise subject to the liabilities of that section of the Act						
but shall be subject to all other provisions of the Act (however, see the Notes).						
Cusip No 1.Names (entitie	of Repor	rting Persons.		P Identification Nos.		6 Pages e persons
Austin W. Marxe and David M. Greenhouse						
Instruct	2.	Check the App	ropriate	Box if a Member of	a Group	(See
111361 406	(a) (b)	[]	Not Ap	pplicable		
	3.	SEC Use Only				
	4.	Source of Funds (See Instructions): 00				
5. Check if Disclosure of Legal Proceedings Is Required Pursuant						red Pursuant to
Items 2(a) or 2((e):	Not Ap	plicable		
	6.	Citizenship o	r Place o	of Organization:	Unite	d States
	Number of Shares E Owned by	Beneficially	Sole V 8.	oting Power: 0 Shared Voting Pow		2,441,165*
	Each Rep Person V	porting 9.		Dispositive Power: 0 I Dispositive Power:		2,441,165*

- 11. Aggregate Amount Beneficially Owned by Each Reporting Person: 2,441,165*
- 12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions): Not Applicable
- 13. Percent of Class Represented by Amount in Row (11): 19.9%*
- 14. Type of Reporting Person (See Instructions): IA, IN

* This is a joint filing by Austin W. Marxe (?Marxe?) and David M. Greenhouse (?Greenhouse?). Marxe and Greenhouse share sole voting and investment power over 505,700 common shares owned by Special Situations Cayman Fund, L.P., 1,535,465 common shares owned by Special Situations Fund III QP, L.P., and 400,000 common shares owned by Special Situations Private Equity Fund, L.P. See Items 2 and 4 of this Schedule for additional information.

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- Item 1. Security and Issuer:
 - (a) PFSweb, Inc.
 - (b) 500 North Central Expressway, Plano TX 75074
- Item 2. (a) Name of Person Filing:

The persons filing this report are Austin W. Marxe (?Marxe?) and David M. Greenhouse (?Greenhouse?), who are the controlling principals of AWM Investment Company, Inc. (?AWM?), the general partner of and investment adviser to Special Situations Cayman Fund, L.P. (?Cayman?). AWM also serves as the general partner of MGP Advisers Limited Partnership (?MGP?), the general partner of Special Situations Fund III QP, L.P. (SSFQP). Marxe and Greenhouse are also members of MG Advisers L.L.C. (?MG?), the general partner of Special Situations Private Equity Fund, L.P. (?SSPE?). AWM serves as the investment adviser to SSFQP, and SSPE. (SSFQP, Cayman, and SSPE will hereafter be referred to as, the ?Funds?). The principal business of the Funds is to invest in equity and equity-related securities and other securities of any kind or nature.

(b) Address of Principal Business Office or, if none, Residence:

The principal business address for Marxe and Greenhouse is 527 Madison Avenue, Suite 2600, New York, NY 10022.

(c) Citizenship:

 $\mbox{Austin W. Marxe and David M. Greenhouse are United States citizens.}$

- (d) Title of Class of Securities: Common shares (e) CUSIP Number: 717098107
- Item 3. If this statement is filed pursuant to \$240.13d-1(b) or 240.13d-2(b), check whether

the person filing is a: Not Applicable

- (a) () Broker or Dealer registered under section 15 of the Act;
- (b) () Bank as defined in section 3(a) (6) of the Act;
- (c) () Insurance Company as defined in section 3(a) (19) of the Act;
- (d) () Investment Company registered under section 8 of the Investment Company Act of 1940;
- (e) () An Investment Adviser in accordance with \$240.13d -1(b)(I)(ii)(E);
- (f) () An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(I)(ii)(F);

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- (g) () A parent holding company or control person in accordance with \$240.13d-
 - 1(b)(1)(ii)(G);
- (h) () A savings association as defined in Section 3(b) of the Federal Deposit Insurance

Act

(i) () A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment

Company Act of 1940; (j) () Group, in accordance with \$240.13d-1(b)(1)(ii)(J).

Item 4. Ownership:

- (a) Amount Beneficially Owned: Messrs. Marxe and Greenhouse beneficially own a total of 2,441,165 shares of common stock. This amount includes 505,700 common shares owned by Cayman, 400,000 common shares owned by SSPE and 1,535,465 common shares owned by SSFQP.
- (b) Percent of Class: Messrs. Marxe and Greenhouse beneficially own 19.9% of the shares outstanding. Cayman owns 4.1% of the outstanding shares, SSPE owns 3.3% of the outstanding shares and SSFQP owns 12.5% of the outstanding shares.
 - (c) Number of Shares as to which the person has:
 - (i) Sole power to vote or to direct the vote: 0
 - (ii) Shared power to vote or to direct the vote: 2,441,165
 - (iii) Sole power to dispose or to direct the disposition of: 0
- (iv) Shared power to dispose or to direct the disposition of: 2,441,165
- Item 5. Ownership of Five Percent or Less of a Class: If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more that five percent of the class of securities, check the following ___.

Item 6.0wnership of More than Five Percent on Behalf of Another Person: Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security being Reported on By the Parent Holding Company: Not Applicable.

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Item 8. Identification and Classification of Members of the Group: Not applicable

Item 9. Notices of Dissolution of Group: Not applicable.

Item 10.Certification:

By signing below I certify that, to the best of $my\ knowledge$ and belief, the securities

referred to above were acquired and are held in the ordinary course of business and were not

acquired and are not held for the purpose of or with the effect of changing or influencing the

control of the issuer of the securities and were not acquired and are not held in connection with

or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: May 9, 2011

/s/ Austin W. Marxe AUSTIN W. MARXE

/s/David M Greenhouse DAVID M. GREENHOUSE

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001).

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JOINT FILING AGREEMENT

Austin W. Marxe and David M. Greenhouse hereby agree that the Schedule 13G to which this agreement is attached is filed on behalf of each of them.

/s/_Austin W. Marxe Austin W. Marxe

/s/_David M. Greenhouse David M. Greenhouse

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