## FORM 4

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

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

OMB APPROVAL

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Name and Address of Report     Smith, Thomas W		ier Name cker or Trading Sy	mbol	Statement for Month/Day/Year)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 323 Railroad Avenue			IT ACCEPTANCE CORATION		08/12/02		_ Director X 10% Owner _ Officer (give title below)		X Other (specify below)
(Street) Greenwich, CT 06830			3. I.R.S. Identification Number of Reporting		5. If Amendment, Date of Original		Descripti	\	
(City) (Sta	(City) (State) (Zip)		Person, if an entity (voluntary)		(Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable		
							X Form filed by One Reporting Person Form filed by More than One Reporting Person		
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1. Title of Security (Instr. 3)	Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year	(Inetr 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4, and 5)		5. Amount of Securities Beneficiall Owned Fo Reported Transaction(s	y illowing s)	6. Owner- ship Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Amour		t / A/D / Price		,	()	
Common Stock, \$.01 par value 8/12/02			P /	1,600 / A / \$9.00		407,500		D	

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)	sion or Exercise Price of Deri-	3. Transaction Date (Month/ Day/	3A. Deemed Execution Date, if any	Transaction Code (Instr.8)	Derivative Securities	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	Derivative Securities Beneficially Owned	10. Owner- ship Form of Deriv- ative	11. Nature of Indirect Beneficial Ownership (Instr.4)
		Year)	(Month/ Day/ Year)	Code / V	(Instr. 3, 4 and 5)				Reported Transaction(s) (Instr.4)	Securities: Direct (D) or Indirect (I) (Instr.4)	
					(A) or (D)	(DE) / (ED)	Title / Amount or Number of Shares				

**Explanation of Responses:** 

/s/ Thomas W. Smith
\*\* Signature of Reporting Person

09/10/02

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

SEC 1474 (8-02)

\* 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