

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549  
 FORM 4  
 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person:  
 FREEMAN, EDWIN C.  
 55 HIGHLAND AVE.  
 TONKA BAY, MN 55331  
 USA
2. Issuer Name and Ticker or Trading Symbol  
 COMMUNICATIONS SYSTEMS, INC.  
 CSII
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year  
 MAY, 2002
5. If Amendment, Date of Original (Month/Year)  
 N/A
6. Relationship of Reporting Person(s) to Issuer (Check all Applicable):  
 Director  
 10% Owner  
 Officer (give title below)  
 Other (specify below)
7. Individual of Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by more than One Reporting Person

<TABLE>  
 <CAPTION>

Table I - Non-derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security 7. Nature of	2. Transaction Date	3. Transaction Code	4. Securities		5. Amount of Securities Beneficially Owned at End of Month	6. Ownership Form: (D) or Indirect
			Acquired (A) or Disposed of (D)	Amount or (D)		
Common Stock	5/2/2002	M	2,000	A \$6.00		
Common Stock	5/3/2002	F	1,371	D \$8.75	9,367 2,100	D I

SPOUSE

</TABLE>  
 <TABLE>  
 <CAPTION>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of 10. Ownership	2. Con- 11. Nature of	3. Trans- action	4. Trans- action	5. Number of Derivative	6. Date Exercis- able and Expira- tion	7. Title and Amount of Underlying Securities	8. Price of Deriva tive Security	9. Number of Derivative Securities Beneficially Owned at	Form of Owned
Derivative Securities Beneficially	Exercise Beneficial Price of Ownership Deriv- ative	Date	Code	Acquired (A) or Disposed	Date			End of	Owned

Security

of (D)

Month

End of  
Month

				Date			Amount
				Exer-	Expir	or	
				cis-	ation	Number	
				able	Date	Title	of
Code	V	(A)	(D)	able	Date	Title	Shares
<S>							
Common							
</TABLE>							

Explanation of Responses:

Signature of Reporting Person  
/s/ EDWIN C. FREEMAN

Date  
DECEMBER 17, 2002