Janssen Debra A Form 3 May 25, 2007

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Janssen Debra A

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

05/15/2007

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

ONLINE RESOURCES CORP [ORCC]

Person(s) to Issuer

4. Relationship of Reporting 5. If Amendment, Date Original

Filed(Month/Day/Year)

4795 MEADOW WOOD LANE, Â SUITE 300

(Street)

(Check all applicable)

(give title below) (specify below)

10% Owner _X__ Director Officer _Other

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

CHANTILLY, VAÂ 20151

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

Ownership Form:

(I) (Instr. 5) 4. Nature of Indirect Beneficial Ownership (Instr. 5)

Direct (D) or Indirect

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)

Title

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 (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Date Exercisable Expiration

Date

Amount or Number of Shares

Derivative Security

Security: Direct (D) or Indirect

(I)

1

(Instr. 5)

Stock Option to purchase $05/15/2008_{\underline{(1)}} 05/15/2017 \frac{\text{Common}}{\text{Stock}} 4,790 \$ 11.06 D \hat{A}$

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Janssen Debra A

4795 MEADOW WOOD LANE
SUITE 300
CHANTILLY, VAÂ 20151

Signatures

Debra Janssen 05/24/2007

**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).
- (1) The Option vests in three equal annual installments beginning 5/15/2008

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.

Reporting Owners 2