AUTOBYTEL INC

FORM 8-A12G

(Securities Registration (section 12(g)))

Filed 03/13/97

Address	18872 MACARTHUR BLVD SUITE 200 IRVINE, CA 92612-1400
Telephone	9492254500
CIK	0001023364
Symbol	ABTL
SIC Code	7370 - Computer Programming, Data Processing, And
Industry	Advertising
Sector	Services
Fiscal Year	12/31

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

Auto-By-Tel Corporation

(Exact name of Registrant as specified in its charter)

Delaware	33-0711569
(State of incorporation or organization)	(I.R.S. Employer Identification No.)

18872 MacArthur Boulevard, Suite 200, Irvine, California 92612-1400
(Address of principal executive offices) (Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered	Name of each exchange on which each class is to be registered
Not Applicable	

Securities to be registered pursuant to Section 12(g) of the Act:

Common Stock, .001 par value

(Title of class)

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered

Incorporated by reference to page 52 of the Preliminary Prospectus contained in Registrant's Amendment No. 1 to Registration Statement on Form S-1, filed with the Securities and Exchange Commission on March 7, 1997.

Item 2. Exhibits

The following exhibits are filed as a part of this registration statement:

*1.1 Specimen certificate for Registrant's Common Stock.

****2.1 Restated Certificate of Incorporation of Registrant.**

*****2.2 Restated Bylaws of Registrant.**

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* Incorporated by reference to Exhibit 4.1 to Amendment No. 2 to Registration Statement on Form S-1 (Registration No. 333-20831).

** Incorporated by reference to Exhibit 3.1 to Registration Statement on Form S-1 (Registration No. 333-20831).

*** Incorporated by reference to Exhibit 3.2 to Registration Statement on Form S-1 (Registration No. 333-20831).

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

AUTO-BY-TEL CORPORATION

Dated: March 12, 1997

By: /s/ Mark W. Lorimer

Mark W. Lorimer
Vice President, General Counsel and Secretary

End of Filing

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