

**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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>Reilly Wendell</u>  (Last) (First) (Middle) <u>C/O LAMAR ADVERTISING COMPANY</u> <u>5551 CORPORATE BOULEVARD</u>  (Street) <u>BATON LA 70808</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LAMAR ADVERTISING CO/NEW [ LAMR ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/29/2005</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	09/29/2005		S		1,800	D	\$43.96	116,038	D	
Class A Common Stock	09/29/2005		S		11,022	D	\$43.97	105,016	D	
Class A Common Stock	09/29/2005		S		6,400	D	\$43.98	98,616	D	
Class A Common Stock	09/29/2005		S		3,362	D	\$43.99	95,254	D	
Class A Common Stock	09/29/2005		S		18,763	D	\$44	76,491	D	
Class A Common Stock	09/29/2005		S		663	D	\$44.05	75,828	D	
Class A Common Stock	09/29/2005		S		550	D	\$44.06	75,278	D	
Class A Common Stock	09/29/2005		S		1,100	D	\$44.07	74,178	D	
Class A Common Stock	09/29/2005		S		69	D	\$44.08	74,109	D	
Class A Common Stock	09/29/2005		S		1,364	D	\$44.09	72,745	D	
Class A Common Stock	09/29/2005		S		200	D	\$44.1	72,545	D	
Class A Common Stock	09/29/2005		S		350	D	\$44.11	72,195	D	
Class A Common Stock	09/29/2005		S		3,947	D	\$44.12	68,248	D	
Class A Common Stock	09/29/2005		S		300	D	\$44.14	67,948	D	
Class A Common Stock	09/29/2005		S		110	D	\$44.15	67,838	D	
Class A Common Stock	09/29/2005		S		100	D	\$44.68	67,738	D	
Class A Common Stock	09/29/2005		S		400	D	\$44.71	67,338	D	
Class A Common Stock	09/29/2005		S		1,972	D	\$44.72	65,366	D	
Class A Common Stock	09/29/2005		S		414	D	\$44.73	64,952	D	
Class A Common Stock	09/29/2005		S		63	D	\$44.74	64,889	D	
Class A Common Stock	09/29/2005		S		1,411	D	\$44.84	63,478	D	
Class A Common Stock	09/29/2005		S		4,740	D	\$44.85	58,738	D	
Class A Common Stock	09/29/2005		S		800	D	\$44.86	57,938	D	
Class A Common Stock	09/29/2005		S		100	D	\$44.88	57,838	D	
Class A Common Stock								224,171	I	By Trust <sup>(1)</sup>
Class A Common Stock								210,375	I	By Partnership <sup>(2)</sup>
Class A Common Stock								548,138	I	By Limited Partnership <sup>(3)</sup>

**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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Shares held by the Wendell Reilly Family Irrevocable Trust, of which the Reporting Person is the trustee and of which the Reporting Person's three children who reside in his household are the beneficiaries.
- Shares held by Lamar Legacy, L.P., the limited partners of which are the Reporting Person's three children who reside in his household and the general partner of which is Lamar Legacy Management, LLC, a single-member limited liability company, the sole member of which is the Reporting Person's spouse.
- Shares held by the Reilly Family Limited Partnership ("RFLP"), of which the Reporting Person is a General Partner and of which Kevin P. Reilly, Jr., the President and Chief Executive Officer of Lamar Advertising Company and a sibling of the Reporting Person, is the Managing General Partner. The other General Partners of the RFLP are also siblings of the Reporting Person. The Managing General Partner has sole voting power over the shares, but disposition of the shares requires the approval of 50% of the general partnership interests of the RFLP. The Reporting Person disclaims beneficial ownership of shares held by the RFLP except to the extent of his pecuniary interest therein.

**Remarks:**

James McIlwain, as attorney-  
in-fact for Wendell Reilly      09/30/2005

\*\* Signature of Reporting Person      Date

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

\* 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.

**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 Number.**

POWER OF ATTORNEY

For Executing Forms 3, 4, and 5

Know all by these presents, that the undersigned hereby constitutes and appoints each of Kevin P. Reilly, Jr., Keith A. Istre, James R. McIlwain, Esq., and George Ticknor, Esq., or any of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, authentication documents, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as a director and/or executive officer and/or ten percent stockholder of Lamar Advertising Company (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of

and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 19th day of May, 2005.

/s/ Wendell Reilly  
Wendell Reilly