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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **June 28, 2007**

LAMAR ADVERTISING COMPANY

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

0-30242
(Commission File
Number)

72-1449411
(IRS Employer
Identification No.)

5551 Corporate Boulevard, Baton Rouge, Louisiana 70808
(Address of principal executive offices and zip code)

(225) 926-1000
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events.

On June 28, 2007, Lamar Advertising Company ("Lamar") issued a press release announcing the preliminary results of its exchange offer with respect to Lamar's 2⁷/₈% Convertible Notes due 2010. The press release is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

| <u>Exhibit No.</u> | <u>Description</u> |
|------------------------|---|
| 99.1 | Press Release of Lamar Advertising Company dated June 28, 2007. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 28, 2007

LAMAR ADVERTISING COMPANY

By: /s/ Keith A. Istre
Keith A. Istre
Treasurer and Chief Financial Officer

EXHIBIT INDEX

| <u>Exhibit No.</u> | <u>Description</u> |
|------------------------|---|
| 99.1 | Press Release of Lamar Advertising Company dated June 28, 2007. |



5551 Corporate Boulevard
Baton Rouge, LA 70808

**Lamar Advertising Company Announces
Preliminary Results of Exchange Offer for
Its Outstanding 2 $\frac{7}{8}$ % Convertible Notes Due 2010**

Baton Rouge, LA — June 28, 2007 — Lamar Advertising Company (NASDAQ: LAMR) ("Lamar"), a leading owner and operator of outdoor advertising and logo sign displays, today announced preliminary results of its offer to exchange all of its outstanding 2 $\frac{7}{8}$ % Convertible Notes due 2010 (the "outstanding notes"), for an equal amount of newly issued 2 $\frac{7}{8}$ % Convertible Notes due 2010—Series B (the "new notes") and cash. The offer expired at midnight, New York City time (Eastern Daylight Time), on Wednesday, June 27, 2007 (the "expiration date").

As of the expiration date, \$287,209,000 aggregate principal amount of outstanding notes, representing approximately 99.9 percent of the total outstanding notes, had been tendered, exclusive of outstanding notes tendered by guaranteed delivery. In accordance with the terms of the exchange offer, Lamar has accepted for exchange all of the validly tendered outstanding notes. The final results of the exchange offer will be announced promptly after verification by the exchange agent.

The dealer manager for the exchange offer is Wachovia Securities. The exchange agent for the exchange offer is The Bank of New York Trust Company, N.A. The information agent for the exchange offer is The Altman Group, Inc. Additional details regarding the exchange offer are described in the prospectus relating to the exchange offer. Copies of the prospectus may be obtained from The Altman Group, Inc. The Altman Group, Inc.'s contact information is as follows:

The Altman Group, Inc.

1200 Wall Street West

3rd Floor

Lyndhurst, NJ 07071

Holders call toll-free: (866) 416-0551

Banks and Brokers call: (201) 806-7300

Fax: (201) 460-0050

This press release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sales of these securities in any State in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state.

