FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
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OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

5. Relationship of Reporting Person(s) to Issuer

## 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\*

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

2. Issuer Name **and** Ticker or Trading Symbol

REILLY KEVIN P JR		AMAR ADVE AMR ]	ERTIS	SINC	<u> CO/NEV</u>	(	X Director  Officer (give title		Owner			
(Last) (First) (Middle) C/O LAMAR ADVERTISING COMPANY 5551 CORPORATE BOULEVARD		Date of Earliest Tran /27/2005	saction	(Mont	h/Day/Year)		X Officer (give title Other (specify below)  President and CEO					
(Street) BATON ROUGE LA 70808  (City) (State) (Zip)	4. 1	f Amendment, Date	of Origi	nal Fil	ed (Month/Day		Individual or Joint/Group Filing (Check Applicable Line)      X Form filed by One Reporting Person     Form filed by More than One Reporting Person					
	on-Derivative	Securities Ac	auire	d. Di	isposed of	or Be	enefici	ally Owned				
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date,	3. Transaction Code (Instr. 8)		4. Securities Acquir Disposed Of (D) (Ins		I (A) or	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Class A Common Stock	12/21/2005		G	V	75,129	D	\$0	50,086	I	By Children <sup>(1)</sup>		
Class A Common Stock	12/21/2005		G	V	21,064	D	\$0	21,064	I	By Trust <sup>(2)</sup>		
Class A Common Stock	12/27/2005		S		600 <sup>(3)</sup>	D	\$46.0	7 <sup>(4)</sup> 70,550 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>		
Class A Common Stock	12/27/2005		S		1,527 <sup>(3)</sup>	D	\$46.08	8 <sup>(4)</sup> 69,023 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>		
Class A Common Stock	12/27/2005		S		370 <sup>(3)</sup>	D	\$46.09	9(4) 68,653(5)	I	By Children and Trust <sup>(1)(2)</sup>		
Class A Common Stock	12/27/2005		S		1,303 <sup>(3)</sup>	D	\$46.1	(4) 67,350 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>		
Class A Common Stock	12/27/2005		S		2,016 <sup>(3)</sup>	D	\$46.13	1 <sup>(4)</sup> 65,334 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>		
Class A Common Stock	12/27/2005		S		563 <sup>(3)</sup>	D	\$46.17	2 <sup>(4)</sup> 64,771 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>		
Class A Common Stock	12/27/2005		S		900(3)	D	\$46.13	63,871 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>		
Class A Common Stock 12/27/200			S		800 <sup>(3)</sup>	D	\$46.14	4 <sup>(4)</sup> 63,071 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>		
Class A Common Stock	12/27/2005		S		2,200 <sup>(3)</sup>	D	\$46.1	60,871 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>		

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	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	Transaction(s) (Instr. 3 and 4)		(1113411 4)
Class A Common Stock	12/27/2005		S		2,386 <sup>(3)</sup>	D	\$46.16 <sup>(4)</sup>	58,485 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock	12/27/2005		S		1,200(3)	D	\$46.17(4)	57,285 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock	12/27/2005		S		784 <sup>(3)</sup>	D	\$46.18(4)	56,501 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock	12/27/2005		S		400 <sup>(3)</sup>	D	\$46.19 <sup>(4)</sup>	56,101 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock	12/27/2005		S		4,400 <sup>(3)</sup>	D	\$46.2 <sup>(4)</sup>	51,701 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock	12/27/2005		S		2,396 <sup>(3)</sup>	D	\$46.21 <sup>(4)</sup>	49,305 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock	12/27/2005		S		3,109 <sup>(3)</sup>	D	\$46.22(4)	46,196 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock	12/27/2005		S		3,170 <sup>(3)</sup>	D	\$46.23(4)	43,026 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock	12/27/2005		S		1,102 <sup>(3)</sup>	D	\$46.24(4)	41,924 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock	12/27/2005		S		756 <sup>(3)</sup>	D	\$46.25(4)	41,168 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock	12/27/2005		S		1,312 <sup>(3)</sup>	D	\$46.26(4)	39,856 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock	12/27/2005		S		2,803 <sup>(3)</sup>	D	\$46.27(4)	37,053 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock	12/27/2005		S		1,400(3)	D	\$46.28(4)	35,653 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock	12/27/2005		s		2,400 <sup>(3)</sup>	D	\$46.29(4)	33,253 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock	12/27/2005		S		501 <sup>(3)</sup>	D	\$46.3(4)	32,752 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>

		Tabl	e I - N	on-Deriv	vative	Secu	uritie	s Ac	quire	d, Di	sposed o	f, or E	enefici	ally Ov	ned		
1. Title of Security (Instr. 3)				2. Transac Date (Month/Da					3. Transaction Code (Instr. 8)					5) Seci Ben Owr	mount of urities eficially led Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
							Code	v	Amount	(A) or (D)	Price	Tran	orted saction(s) r. 3 and 4)		(Instr. 4)		
Class A Common Stock				12/27/2	/2005				S		2,400 <sup>(3)</sup>	D	\$46.31	(4)	30,352 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock				12/27/2	/2005				S		900(3)	D	\$46.32	2(4)	29,452 <sup>(5)</sup>	I	By Children and Trust <sup>(1)(2)</sup>
Class A Common Stock															144,873	D	
		Та	ble II								oosed of, convertib			y Own	ed		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Participation (Month/Day/Year)   Date (Month/Day/Year)   Execution Date, if any (Month/Day/Year)   Transaction Code (Instr. 8)   S (Instruction of the control of the contr			5. Nu of Deriv Secur Acqu (A) or Dispo of (D) (Instr	ative rities ired osed	6. Date Expira (Montl	tion D		and 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)  8. Price of Derivative Securities Securities Seneficia Owned Followin Reporter Transact (Instr. 4)		Ownershi Form: Direct (D) or Indirect (I) (Instr. 4	Beneficia Ownershi t (Instr. 4)		
					Code	v	(A)	(D)	Date Exerci	sable	Expiration Date	Title	Amount or Number of Shares				

## **Explanation of Responses:**

- 1. Shares held by the Reporting Person's two children.
- 2. Shares held by the Kevin P. Reilly, Jr. Family Trust (the "Trust"), of which the Reporting Person is the trustee.
- 3. Reflects the total number of shares aggregated and sold in block trades on behalf of the Reporting Person's children and the Trust.
- 4. Shares held by the Reporting Person's two children and the Trust were aggregated and sold in block trades, and each received \$46.3844 per share, which was the volume weighted average sales price, for each share sold on his, her or its behalf.
- 5. Reflects the aggregate holdings of the Reporting Person's children and the Trust together.

## Remarks:

James McIlwain, as attorney-

12/29/2005

\*\* 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).

 $Note: File \ three \ copies \ of \ this \ Form, \ one \ of \ which \ must \ be \ manually \ signed. \ If \ space \ is \ insufficient, \ see \ Instruction \ 6 \ for \ procedure.$ 

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