

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

1. Name and Address of Reporting Person* <u>MCDERMOTT EDWARD H</u> <hr/> (Last) (First) (Middle) 591 REDWOOD HIGHWAY , SUITE 3215 <hr/> (Street) MILL VALLEY CA 94941 <hr/> (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 <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 05/28/2009	
6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

**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			

**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						Title
Non-Qualified Stock Option (right to buy)	\$18.25	05/28/2009		A		10,000		(1)	05/28/2019	Common Stock	10,000	\$0 <sup>(2)</sup>	10,000	D <sup>(3)</sup>	

1. Name and Address of Reporting Person\*  
MCDERMOTT EDWARD H  


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 (Last) (First) (Middle)  
 591 REDWOOD HIGHWAY , SUITE 3215  


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 (Street)  
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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
SPO ADVISORY CORP  


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 (Street)  
 MILL VALLEY CA 94941  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
SPO ADVISORY PARTNERS LP  


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 (Last) (First) (Middle)  
 591 REDWOOD HIGHWAY, SUITE 3215  


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 (Street)

(Street)  
MILL VALLEY CA 94941

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(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
SPO PARTNERS II LP

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(Last) (First) (Middle)  
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(Street)  
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(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
SCULLY JOHN H

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1. Name and Address of Reporting Person\*  
OBERNDORF WILLIAM E

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(Street)  
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(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
PATTERSON WILLIAM J

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(Last) (First) (Middle)  
591 REDWOOD HIGHWAY, SUITE 3215

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(Street)  
MILL VALLEY CA 94941

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(City) (State) (Zip)

**Explanation of Responses:**

1. These options have a 10-year term and are vested as to 20% of the shares underlying such award immediately, and an additional 20% of the shares will vest on each yearly anniversary of today's grant date.
2. Grant of Stock Options
3. These options were granted to Edward H. McDermott ("EHM") as a director of the Issuer under the Issuer's 2009 Stock Plan. Pursuant to the partnership agreement governing SPO Partners II ("SPO Partners"), these options, owned by EHM, may be deemed to be beneficially owned by SPO Partners and certain of its affiliates, along with any profits arising from the exercise of these options or the benefits of these options once they are vested.

**Remarks:**

Each of the Reporting Owners disclaims beneficial ownership of the reported securities except to the extent of such person's pecuniary interest, if any, therein.

Kim Silva, Attorney-in-fact for 06/02/2009  
Edward H. McDermott

\*\* 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.