

SILBERSTEIN JASON V
Form 4
January 23, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
SILBERSTEIN JASON V

2. Issuer Name and Ticker or Trading Symbol
SBA COMMUNICATIONS CORP
[SBAC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
Vice President-Property Mgt

(Last) (First) (Middle)

C/O SBA COMMUNICATIONS CORPORATION, 5900 BROKEN SOUND PARKWAY N.W.

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/19/2006

BOCA RATON, FL 33487

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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 Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Options (Right to buy)	\$ 2.1				(1)	05/14/2013	Class A Common Stock	40,000
Stock Options (Right to buy)	\$ 12.94				(2)	01/07/2012	Class A Common Stock	20,000
Stock Options (Right to buy)	\$ 15.25				(2)	12/16/2009	Class A Common Stock	6,557
Stock Options (Right to buy)	\$ 0.05				(3)	01/08/2011	Class A Common Stock	1,667
Stock Options (Right to buy)	\$ 0.05				(2)	07/01/2011	Class A Common Stock	202
Stock Options (Right to buy)	\$ 8				(4)	12/19/2007	Class A Common Stock	1,667
Stock Options (Right to buy)	\$ 8				(5)	12/19/2007	Class A Common Stock	3,334
Stock Options (Right to buy)	\$ 4.25				(6)	02/11/2014	Class A Common Stock	55,000
Stock Options (Right to buy)	\$ 8.56				(7)	02/01/2015	Class A Common Stock	50,000

Stock									
Options	\$ 19.1	01/19/2006	A	41,000	(8)	01/19/2016	Class A	Common	41,000
(Right to buy)							Stock		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SILBERSTEIN JASON V C/O SBA COMMUNICATIONS CORPORATION 5900 BROKEN SOUND PARKWAY N.W. BOCA RATON, FL 33487			Vice President-Property Mgt	

Signatures

/s/ Jason V. Silberstein 01/23/2006

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) These options vest in accordance with the following schedule: 20,000 vest on each of the first through fourth anniversaries of the grant date (May 14, 2003).
- (2) These options are immediately exercisable.
- (3) These options vest in accordance with the following schedule: 1,667 vest on December 31, 2006.
- (4) These options vest in accordance with the following schedule: 416 vest on the first anniversary of the grant date (December 19, 2002) and 417 vest on each of the second through fourth anniversaries of the grant date.
- (5) These options vest in accordance with the following schedule: 833 vest on each of the first and third anniversaries of the grant date (December 19, 2002) and 834 vest on each of the second and fourth anniversaries of the grant date.
- (6) These options vest in accordance with the following schedule: 13,750 vest on each of the first through fourth anniversaries of the grant date (February 11, 2004).
- (7) These options vest in accordance with the following schedule: 12,500 vest on each of the first through fourth anniversaries of the grant date (February 1, 2005).
- (8) These options vest in accordance with the following schedule: 10,250 vest on each of the first through fourth anniversaries of the grant date (January 19, 2006).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.