

LAMAR ADVERTISING CO/NEW

Form 8-K

October 02, 2007

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**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): October 2, 2007  
LAMAR ADVERTISING COMPANY  
LAMAR MEDIA CORP.  
(Exact name of registrants as specified in their charters)**

|   |                              |                                       |
|---|------------------------------|---------------------------------------|
| <b>Delaware</b>                                     | <b>0-30242</b>               | <b>72-1449411</b>                     |
| <b>Delaware</b>                                     | <b>1-12407</b>               | <b>72-1205791</b>                     |
| (States or other jurisdictions<br>of incorporation) | (Commission File<br>Numbers) | (IRS Employer<br>Identification Nos.) |

**5551 Corporate Boulevard, Baton Rouge, Louisiana 70808**

(Address of principal executive offices and zip code)

**(225) 926-1000**

(Registrants 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.

Item 9.01. Financial Statements and Exhibits.

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Press Release

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**Item 8.01. Other Events.**

On October 2, 2007, Lamar Advertising Company (the Company ) issued a press release announcing that it has agreed to sell \$275,000,000 aggregate principal amount (\$260,887,000 gross proceeds) of 6<sup>5</sup>/<sub>8</sub>% Senior Subordinated Notes due 2015 Series C through an institutional private placement by its wholly owned subsidiary Lamar Media Corp. The Company had previously announced a proposed notes offering of \$225,000,000 gross proceeds and the offering size was increased to \$260,887,000 gross proceeds based on market demand. Subject to customary closing conditions, the closing of the offering is expected on or about October 11, 2007.

The press release is furnished as Exhibit 99.1 to this current report on Form 8-K and is incorporated by reference herein, in accordance with Rule 135c of the Securities Act of 1933, as amended.

**Item 9.01. Financial Statements and Exhibits.**

(c) Exhibits

**Exhibit**

| <b>No.</b> | <b>Description</b>   |
|------------|--|
| 99.1       | Press Release of Lamar Advertising Company, dated October 2, 2007, announcing the pricing of its private placement of senior subordinated notes of Lamar Media Corp. |

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

Date: October 2, 2007

**LAMAR ADVERTISING COMPANY**

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

**LAMAR MEDIA CORP.**

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

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