

PERLMAN LAWRENCE
Form 4
December 02, 2005

FORM 4

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

OMB APPROVAL

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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 *
PERLMAN LAWRENCE

(Last) (First) (Middle)
142 WEST 57TH STREET
(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ARBITRON INC [ARB]

3. Date of Earliest Transaction
(Month/Day/Year)
12/01/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

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)
			Code	V	Amount (A) or Price (D)		
Common Stock	12/01/2005		M		1,216 A \$ 24.1	8,039	D
Common Stock	12/01/2005		S ⁽¹⁾		1,216 D \$ 39.064	6,823	D
Common Stock	12/01/2005		M		1,197 A \$ 26.15	8,020	D
Common Stock	12/01/2005		S ⁽¹⁾		1,197 D \$ 39.064	6,823	D
Common Stock	12/01/2005		M		837 A \$ 32.6	7,660	D
	12/01/2005		S ⁽¹⁾		837 D	6,823	D

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Common Stock						\$ 39.064		
Common Stock	12/01/2005		M	744	A	\$ 30.23	7,567	D
Common Stock	12/01/2005		S ⁽¹⁾	744	D	\$ 39.064	6,823	D
Common Stock	12/01/2005		M	933	A	\$ 31.7	7,756	D
Common Stock	12/01/2005		S ⁽¹⁾	933	D	\$ 39.064	6,823	D
Common Stock	12/01/2005		M	73	A	\$ 32.75	6,896	D
Common Stock	12/01/2005		S ⁽¹⁾	73	D	\$ 39.064	6,823	D

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

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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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 24.1	12/01/2005		M	1,216	06/30/2001 06/30/2011	Common Stock	1,216
Non-Qualified Stock Option (right to buy)	\$ 26.15	12/01/2005		M	1,197	10/01/2001 11/22/2009	Common Stock	1,197
Non-Qualified Stock Option (right to buy)	\$ 32.6	12/01/2005		M	837	01/02/2002 02/23/2010	Common Stock	837

Non-Qualified Stock Option (right to buy)	\$ 30.23	12/01/2005	M	744	07/01/2002	07/01/2012	Common Stock	74
Non-Qualified Stock Option (right to buy)	\$ 31.7	12/01/2005	M	933	03/31/2003	03/31/2013	Common Stock	93
Non-Qualified Stock Option (right to buy)	\$ 32.75	12/01/2005	M	73	05/20/2004	05/20/2013	Common Stock	73

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PERLMAN LAWRENCE 142 WEST 57TH STREET NEW YORK, NY 10019	X			

Signatures

/s/ Dolores L. Cody, Attorney in Fact for Lawrence
Perlman

12/02/2005

**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) The sales reported in this Form 4 were effected pursuant to a Rule 10b-5 trading plan adopted by the reporting person on July 25, 2005.

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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