

AVOCENT CORP
Form 4
October 14, 2005

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 *
JOHNSON GARY RAY

(Last) (First) (Middle)

4991 CORPORATE DRIVE

(Street)

HUNTSVILLE, AL 35805

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AVOCENT CORP [AVCT]

3. Date of Earliest Transaction (Month/Day/Year)
10/12/2005

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)
Former EVP, Branded Sales

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	10/12/2005		M		7,500 A \$ 12	30,572	D
Common Stock	10/12/2005		M		15,000 A \$ 26.94	45,572	D
Common Stock	10/12/2005		M		55,000 A \$ 27.25	100,572	D
Common Stock	10/12/2005		M		10,000 A \$ 28.96	110,572	D
Common Stock	10/12/2005		S		87,500 D \$ 33.45	23,072	D

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Common Stock 10/14/2005 M 40,000 A \$ 21.77 63,072 D

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

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(9-02)

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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Options (rights to buy)	\$ 12	10/12/2005		M	7,500	04/27/1999 ⁽¹⁾ 10/12/2005	Common stock 7,500
Options (rights to buy)	\$ 26.94	10/12/2005		M	15,000	05/02/2000 ⁽¹⁾ 10/12/2005	Common stock 15,000
Options (rights to buy)	\$ 52.4375					09/18/2000 ⁽¹⁾ 10/14/2005	Common Stock 175,000
Options (rights to buy)	\$ 21.77	10/14/2005		M	40,000	04/15/2002 ⁽¹⁾ 10/14/2005	Common Stock 40,000
Options (rights to buy)	\$ 27.25	10/12/2005		M	55,000	03/07/2003 ⁽¹⁾ 10/14/2005	Common Stock 55,000
Options (rights to buy)	\$ 40.98					02/05/2004 ⁽¹⁾ 10/14/2005	Common Stock 30,000
Options (rights to buy)	\$ 28.96	10/12/2005		M	10,000	08/19/2004 ⁽¹⁾ 10/14/2005	Common Stock 10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOHNSON GARY RAY 4991 CORPORATE DRIVE HUNTSVILLE, AL 35805			Former EVP, Branded Sales	

Signatures

Samuel F. Saracino as attorney- in -fact for Gary R.
Johnson

10/14/2005

__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) Grant date, 100% of outstanding options are currently vested.

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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