#### **NEXTEL PARTNERS INC**

Form 4

December 03, 2004

# FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

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Expires: January 31, 2005

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5. Relationship of Reporting Person(s) to

Issuer

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Washington, D.C. 20549

Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

Section 16.

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

2. Issuer Name and Ticker or Trading

See Instruction 30(h) of the Investment Company Act of 1940

Symbol

1(b).

(Print or Type Responses)

AAS DAVID C

1. Name and Address of Reporting Person \*

		•	NEXTEL PARTNERS INC [NXTP]					(Check all applicable)			
(1)			3. Date of Earliest Transaction (Month/Day/Year) 12/01/2004				Director 10% Owner X Officer (give title Other (specify below) Vice President and CTO				
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)  KIRKLAND, WA 98033						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)											
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		on Date, if Transaction(A) or Disposed of (D) Code (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)			
Class A Common Stock	12/01/2004		S(1)	71	D	\$ 18.25	914,068	D			
Class A Common Stock	12/01/2004		S <u>(1)</u>	2,090	D	\$ 18.24	911,978	D			
Class A Common Stock	12/01/2004		S <u>(1)</u>	1,130	D	\$ 18.22	910,848	D			
Class A Common	12/01/2004		S <u>(1)</u>	20	D	\$ 18.2	910,828	D			

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Stock							
Class A Common Stock	12/01/2004	S <u>(1)</u>	1,012	D	\$ 18.17	909,816	D
Class A Common Stock	12/01/2004	S <u>(1)</u>	1,059	D	\$ 18.13	908,757	D
Class A Common Stock	12/01/2004	S <u>(1)</u>	337	D	\$ 18.1	908,420	D
Class A Common Stock	12/01/2004	S <u>(1)</u>	3,342	D	\$ 18.09	905,078	D
Class A Common Stock	12/01/2004	S <u>(1)</u>	131	D	\$ 18.06	904,947	D
Class A Common Stock	12/01/2004	S <u>(1)</u>	873	D	\$ 18.05	904,074	D
Class A Common Stock	12/01/2004	S <u>(1)</u>	582	D	\$ 18.04	903,492	D
Class A Common Stock	12/01/2004	S <u>(1)</u>	627	D	\$ 18.03	902,865	D
Class A Common Stock	12/01/2004	S <u>(1)</u>	603	D	\$ 18.02	902,262	D
Class A Common Stock	12/01/2004	S <u>(1)</u>	457	D	\$ 18.01	901,805	D
Class A Common Stock	12/01/2004	S <u>(1)</u>	7,353	D	\$ 18	894,452	D
Class A Common Stock	12/01/2004	S <u>(1)</u>	313	D	\$ 17.9	894,139 (2)	D (3)

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

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SEC 1474 (9-02)

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Amount	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								^	mount		
									mount		
						Date	Expiration	Title N	r Jumber		
						Exercisable	Date	Title Nun			
				C + V	(A) (D)						
				Code V	(A) (D)			S	hares		

### **Reporting Owners**

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

AAS DAVID C 4500 CARILLON POINT KIRKLAND, WA 98033

Vice President and CTO

### **Signatures**

/s/ Donald J. Manning, Attorney-in-Fact for David Aas

12/03/2004

\*\*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 10b5-1 trading plan adopted by the reporting person on March 5, 2004.
- (2) The Reporting Person sold an aggregate of 20,000 shares on December 1, 2004 in multiple transactions at varying prices.
- The Reporting Person is party to an amended and restated shareholders' agreement dated as of February 18, 2000, as amended, among certain stockholders and as such may be part of a "group" for purposes of Section 16, whose members hold collectively more than 10% of the Issuer's capital stock. The Reporting Person disclaims any beneficial ownership of the shares held by the other parties to such

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.

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