

SMITH MIDLAND CORP
Form 4
February 13, 2006

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 *
KAVOUNIS ANDREW G

2. Issuer Name and Ticker or Trading Symbol
SMITH MIDLAND CORP [SMID]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
5119 CATLETT ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/07/2006

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

MIDLAND, VA 22728

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

(City) (State) (Zip)

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) | | 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 (D) Price | | | |
| Common Stock | 02/08/2006 | | M | | 3,000 A \$ 1 | 3,000 | D | |
| Common Stock | 02/08/2006 | | M | | 2,000 A \$ 0.83 | 5,000 | D | |
| Common Stock | 02/09/2006 | | S | | 2,000 D \$ 3.14 | 3,000 | D | |
| Common Stock | 02/09/2006 | | S | | 1,500 D \$ 3.08 | 1,500 | D | |
| Common Stock | 02/09/2006 | | S | | 1,500 D \$ 3.05 | 0 | D | |

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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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option (Right To Buy) | \$ 1 | 02/08/2006 | | M | 3,000 | <u>(1)</u> 11/06/2007 | Common | 3,000 |
| Option (Right To Buy) | \$ 0.83 | 02/08/2006 | | M | 2,000 | <u>(2)</u> 12/18/2013 | Common | 2,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| KAVOUNIS ANDREW G 5119 CATLETT ROAD MIDLAND, VA 22728 | | X | | |

Signatures

/s/ Andrew G.
Kavounis

02/13/2006

**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) Option became exercisable cumulatively to the extent of 1/3 of the number of underlying shares on each of November 05, 1998, 1999 and 2000.

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(2) Option became exercisable cumulatively equivalent to 1,000 underlying shares on each of December 18, 2004 and 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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