ARBITRON INC

Form 4

November 05, 2007

Check this box

if no longer

Section 16.

Form 4 or

obligations

may continue.

See Instruction

Form 5

subject to

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB 3235-0287

OMB APPROVAL

Number:

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January 31, 2005

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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

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * MORRIS STEPHEN B			2. Issuer Name and Ticker or Trading Symbol ARBITRON INC [ARB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	()			
142 WEST 57TH STREET		Γ	(Month/Day/Year) 11/01/2007	_X_ Director 10% Owner _X_ Officer (give title Other (specibelow) Chairman, President and CEO			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Chec			
NEW YORK, NY 10019			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reportin Person			

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) (Instr. 3, 4 and 5) Code Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common \$ $S_{\underline{1}}^{(1)}$ 11/01/2007 100 D 112,881 D Stock 48.66 Common $S_{\underline{(1)}}$ 11/01/2007 200 D 112,681 D Stock Common $S^{(1)}$ D D 11/01/2007 100 112,581 Stock Common $S^{(1)}$ 11/01/2007 300 112,281 D Stock Common 11/01/2007 $S^{(1)}$ 100 D 112,181 D

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Common Stock	11/01/2007	S(1)	100	D	\$ 48.92	112,081	D
Common Stock	11/01/2007	S <u>(1)</u>	100	D	\$ 48.77	111,981	D
Common Stock	11/01/2007	S(1)	400	D	\$ 48.6	111,581	D
Common Stock	11/01/2007	S <u>(1)</u>	300	D	\$ 48.61	111,281	D
Common Stock	11/01/2007	S <u>(1)</u>	200	D	\$ 48.59	111,081	D
Common Stock	11/01/2007	S <u>(1)</u>	100	D	\$ 48.52	110,981	D
Common Stock	11/01/2007	S(1)	100	D	\$ 48.58	110,881	D
Common Stock	11/01/2007	S <u>(1)</u>	400	D	\$ 48.63	110,481	D
Common Stock	11/01/2007	S <u>(1)</u>	100	D	\$ 48.64	110,381	D

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

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SEC 1474 (9-02)

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. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	tiorNumber	Expiration D	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)) Derivativo	e		Secur	ities	(Instr. 5)
	Derivative				Securities	;		(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration	m: .1	or	
						Exercisable	Date		Number	
				G 1 1	7 (A) (B)				of	
				Code \	V(A) (D)				Shares	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MORRIS STEPHEN B

142 WEST 57TH STREET X Chairman, President and CEO

NEW YORK, NY 10019

Signatures

/s/ Timothy T. Smith Attorney in Fact for Stephen B.
Morris

11/05/2007

**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 December 5, 2006.

Remarks:

This filing is two of two Form 4 filings disclosing the transaction taking place on November 1, 2007 for the reporting person.

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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