ADTRAN INC Form 3 August 04, 2006

FORM 3

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

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement ADTRAN INC [ADTN] A Schansman Raymond R (Month/Day/Year) 08/01/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 901 EXPLORER BLVD. (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person (give title below) (specify below) HUNTSVILLE, ALÂ 35806 Form filed by More than One Senior Vice President Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly.

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security		4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)

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•	10/16/2003	10/16/2012	Common Stock	7,916	\$ 10.5	D	Â
*	09/17/2009	09/17/2008	Common Stock	8,000	\$ 10.657	D	Â
*	07/16/2008	07/16/2007	Common Stock	6,000	\$ 12.688	D	Â
•	07/23/2002	07/23/2011	Common Stock	10,882	\$ 12.75	D	Â
*	10/18/2005	10/18/2014	Common Stock	3,394	\$ 22.17	D	Â
*	10/17/2006	10/17/2015	Common Stock	4,180	\$ 30.04	D	Â
•	11/25/2004	11/25/2013	Common Stock	3,658	\$ 32.265	D	Â
•	07/23/2002	07/23/2011	Common Stock	19,118	\$ 12.75	D	Â
	07/15/2000	07/15/2009	Common Stock	20,000	\$ 18.032	D	Â
•	10/18/2005	10/18/2014	Common Stock	19,212	\$ 22.17	D	Â
	10/17/2006	10/17/2015	Common Stock	8,820	\$ 30.04	D	Â
	11/25/2004	11/25/2013	Common Stock	8,342	\$ 32.265	D	Â
	Incentive Stock Option (right to buy) Non-Qualified Stock Option (right to buy)	(right to buy) Incentive Stock Option (right to buy) Non-Qualified Stock Option (right to buy)	(right to buy) 10/16/2003 10/16/2012 Incentive Stock Option (right to buy) 09/17/2009 09/17/2008 Incentive Stock Option (right to buy) 07/16/2008 07/16/2007 Incentive Stock Option (right to buy) 07/23/2002 07/23/2011 Incentive Stock Option (right to buy) 10/18/2005 10/18/2014 Incentive Stock Option (right to buy) 10/17/2006 10/17/2015 Incentive Stock Option (right to buy) 07/23/2002 07/23/2011 Non-Qualified Stock Option (right to buy) 07/15/2000 07/15/2009 Non-Qualified Stock Option (right to buy) 10/18/2005 10/18/2014 Non-Qualified Stock Option (right to buy) 10/17/2006 10/17/2015 Non-Qualified Stock Option (right to buy) 10/17/2006 10/17/2015 Non-Qualified Stock Option (right to buy) 10/17/2006 10/17/2015	(right to buy) Incentive Stock Option (right to buy) In	Cright to buy Cright to buy Common (right to buy Common (rig	Cright to buy Common (right to buy Comm	Cright to buy Cright to buy Cright to buy Common (right

Reporting Owners

Reporting Owner Name / Address	Relationships						
noporous o mior ramio, raminoso	Director	10% Owner	Officer	Other			
Schansman Raymond R 901 EXPLORER BLVD. HUNTSVILLE. AL 35806	Â	Â	Senior Vice President	Â			

Signatures

By: Cathy Bartels For: Raymond R Schansman 08/04/2006

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

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.

Reporting Owners 2

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).