SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPR	OVAL
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			or Section 30(h) of the Investment Company Act of 1940							
1. Name and Address of Reporting Ferson			2. Issuer Name and Ticker or Trading Symbol WIRELESS FACILITIES INC [WFII]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
JARVIS SCOT			[]	X	Director	10% Owner				
(Last) 201 ROUTE 17	(First) N	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/18/2003		Officer (give title below)	Other (specify below)				
,			4. If Amendment, Date of Original Filed (Month/Day/Year)		idual or Joint/Group Fili	ng (Check Applicable				
(Street)	NJ	07070		X	Form filed by One Re	porting Person				
			-		Form filed by More th Person	an One Reporting				
(City)	(State)	(Zip)								
	SCOT WIRELESS FACILITIES INC [WFII] (Check all applicable) (First) (Middle) TE 17 N 3. Date of Earliest Transaction (Month/Day/Year) Officer (give title below) FORD NJ 07070									

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. Transa Code (8)					Securities Beneficially	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(
Common Stock	12/18/2003		S		5,000	D	\$ 12. 8 5	710,491	D	

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

	I		1	1		1	_	[1				1	1				
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. Transa Code (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) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		of E Derivative (f Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v				Expiration Date	Title	Amount or Number of Shares								

Explanation of Responses:

By: Vencent Donlan For: Scot <u>Jarvis</u> <u>1</u>

12/18/2003

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.