FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL									
OMB Number:	3235-0287								
	Docombor 21								

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0
Expires: December

Expires: December 31, 2014
Estimated average burden hours per response: 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

1. Name and Address of Reporting Person* TAYEBI MASSIH				2. Issuer Name and Ticker or Trading Symbol WIRELESS FACILITIES INC [WFII]										5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner						
(Fir	(First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 07/08/2003										Office	er (give title			(specify	
(Street)					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)						
City) (State) (Zip)															Form filed by More than One Reportin Person					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
Diameter Security (mean sy				(Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Dispo		Disposed				4 and Securi Benefi Owned		ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount		A) or D)	Price	e	Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common Stock 07/0					/2003					10,00	0	D	12.4		7,158,855			I	by Trust	
Common Stock 07					8/2003					22,50	0	D 12		2.5	.5 7,136,355			I	by Trust	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
erivative Conversion Date Execution or Exercise (Month/Day/Year) if any			Date,	Transaction Code (Instr.		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)			Amount of Securities Underlying Derivative Security (Instr. and 4)			Deri Seci	vative urity	derivative Securities Beneficially Owned Following Reported	Ow For Dire or I (I) (10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	(State of Learning of Exercise Price of Derivative of Learning of Exercise Price of Derivative of Learning of Exercise Price of Derivative	(State) ((State) (Table Security (Instr. 3) Stock Stock Ta 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(State) (Zip) Table I - Nor Security (Instr. 3) Stock Stock Table II - I Conversion or Exercise Price of Derivative (Month/Day/Year) SI MASSIH (All Middle) Table II - I (All Middle)	(First) (Middle) (State) (Zip) Table I - Non-Derive (Month/I) Security (Instr. 3) 2. Trans Date (Month/I) Stock Table II - Derivat (e.g., pterior of Exercise Price of Derivative (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year)	(First) (Middle) (First) (Middle) (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. 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Date of Earliest Transaction (Mo7/08/2003) 4. If Amendment, Date of Original Table I - Non-Derivative Securities Acquired, Date (Month/Day/Year) Security (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) WIRELESS FACILITY 3. Date of Earliest Transaction (Mo7/08/2003) 4. If Amendment, Date of Original 2. Transaction Date (Execution Date, if any (Month/Day/Year)) Stock Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Date Date Date	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disponential for Exercise of Derivative Securities Acquired, Disponential for Security Table II - Derivative Securities Acquired, Disponential for Securities Ac	WIRELESS FACILITIES INC [W 3. Date of Earliest Transaction (Month/Day/Year) 07/08/2003 4. 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Conversion or Exercise Price of Date (Month/Day/Year) (Month/Day/Year)	WIRELESS FACILITIES INC WFII Check all applicable Director Officer (give title below) Officer	WIRELESS FACILITIES INC WFII Director X Officer (give title below) Director X Officer (give title below) Officer (give title below) Officer (give title below) A If Amendment, Date of Original Filed (Month/Day/Year) Security (Instr. 3) A If Amendment, Date of Original Filed (Month/Day/Year) A If Amount of Date If Angalan If	Check all applicable Director X 10% C Officer (give title below)	

Explanation of Responses:

By: Vencent Donlan For: Massih Tayebi

07/08/2003

** 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.