

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

<b>OMB APPROVAL</b>	
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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* <u>SIEGAL LAURA</u>  (Last) (First) (Middle) <u>4810 EASTGATE MALL</u>  (Street) <u>SAN DIEGO CA 92121</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>09/09/2004</u>	3. Issuer Name and Ticker or Trading Symbol <u>WIRELESS FACILITIES INC [ WFII ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____  <p style="text-align: center;"><u>Vice President</u></p>	5. If Amendment, Date of Original Filed (Month/Day/Year) <u>09/20/2004</u>  6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person _____

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock</u>	<u>250</u>	<u>D</u>	
<u>Common Stock in Employee Stock Purchase Plan (ESPP)</u>	<u>284</u>	<u>D</u>	

**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 (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
<u>Employee Stock Options (right-to-buy)</u>	<u>08/07/2001<sup>(1)</sup></u>	<u>10/01/2011</u>	<u>Common Stock</u> 3,958	<u>4.47</u>	<u>D</u>	
<u>Employee Stock Options (right-to-buy)</u>	<u>11/01/2001<sup>(2)</sup></u>	<u>10/01/2011</u>	<u>Common Stock</u> 130	<u>4.47</u>	<u>D</u>	
<u>Employee Stock Options (right-to-buy)</u>	<u>04/05/2002<sup>(3)</sup></u>	<u>10/01/2011</u>	<u>Common Stock</u> 1,000	<u>4.47</u>	<u>D</u>	
<u>Employee Stock Options (right-to-buy)</u>	<u>08/07/2002<sup>(4)</sup></u>	<u>04/30/2012</u>	<u>Common Stock</u> 36,000	<u>4.23</u>	<u>D</u>	
<u>Employee Stock Options (right-to-buy)</u>	<u>06/23/2003<sup>(5)</sup></u>	<u>05/23/2013</u>	<u>Common Stock</u> 20,000	<u>9.82</u>	<u>D</u>	
<u>Employee Stock Options (right-to-buy)</u>	<u>05/08/2004<sup>(6)</sup></u>	<u>04/08/2014</u>	<u>Common Stock</u> 18,000	<u>11.06</u>	<u>D</u>	
<u>Employee Stock Options (right-to-buy)</u>	<u>09/18/2004<sup>(7)</sup></u>	<u>08/18/2014</u>	<u>Common Stock</u> 8,500	<u>6.05</u>	<u>D</u>	

**Explanation of Responses:**

- The Stock Option was granted to the reporting person under Issuer's 1999 Equity Incentive Plan. The Stock Option vested as to 25% of the total grant amount on August 7, 2001, and thereafter as to 1/48th of the total grant amount per month on the 7th of each month until fully exercisable on August 7, 2004.
- The Stock Option was granted to the reporting person under Issuer's 1999 Equity Incentive Plan. The Stock Option vested as to 25% of the total grant amount on November 1, 2001, and thereafter as to 1/48th of the total grant amount per month until fully exercisable on November 1, 2004.
- The Stock Option was granted to the reporting person under Issuer's 1999 Equity Incentive Plan. The Stock Option vested as to 80% of the total grant amount on April 5, 2002, and thereafter as to 20% of the total grant amount on April 5, 2003.
- The Stock Option was granted to the reporting person under Issuer's 1999 Equity Incentive Plan. The Stock Option vested as to 41% of the total grant amount on August 7, 2002; 29% of the total grant amount on November 6, 2002; and 30% of the total grant amount on February 12, 2003.
- The stock option was granted to the reporting person under the issuers 1999 Equity Incentive Plan. The stock option vests or has vested at the rate of 1/48th of the total grant amount per month beginning on June 23, 2003, until fully exercisable on May 23, 2007.
- The stock option was granted to the reporting person under the issuers 1999 Equity Incentive Plan. The stock option vests or has vested at the rate of 1/48th of the total grant amount per month beginning on May 8, 2004, until fully exercisable on April 8, 2008.
- The stock option was granted to the reporting person under the issuers 1999 Equity Incentive Plan. The stock option vests or has vested at the rate of 1/48th of the total grant amount per month beginning on September 18, 2004, until fully exercisable on August 18, 2008.

**Remarks:**

Laura L. Siegal by Matthew G. Colvin, Attorney-In-Fact 08/10/2005

\*\* 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 5 (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.

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