AVOCENT CORP Form 4 July 27, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

3235-0287 Number:

Expires:

Form filed by More than One Reporting

Person

January 31, 2005

0.5

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Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SARACINO SAMUEL F Issuer Symbol AVOCENT CORP [AVCT] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title _ Other (specify 9911 WILLOWS ROAD N.E. 07/25/2005 below) Exec VP of Legal and Corp (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person

REDMOND, WA 98052

| (City) | (State) | (Zip) 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. Transactic Code (Instr. 8) | 4. Securit or Dispos (Instr. 3, 4 | ed of (| ` ' | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | 07/25/2005 | | M | 36,000 | A | \$ 13.6979 | 43,127 | D | | |
| Common Stock | 07/25/2005 | | S | 36,000 | D | \$ 34.3614 | 7,127 | D | | |

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

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

| 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) | cution Date, if TransactiorNumber Code of | | 5 | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|---|---------|------------------|--------------------|---|----------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Options (rights to buy) | \$ 13.6979 | 07/25/2005 | | M | 0 | 03/09/1998(1) | 03/09/2008 | Common stock | 36,000 |
| Options (rights to buy) | \$ 52.4375 | | | | | 09/18/2000(2) | 09/18/2010 | Common Stock | 100,000 |
| Options (rights to buy) | \$ 22.36 | | | | | 05/25/2001(3) | 05/25/2011 | Common stock | 40,000 |
| Options (rights to buy) | \$ 21.77 | | | | | 04/15/2002(3) | 04/15/2012 | Common Stock | 40,000 |
| Options (rights to buy) | \$ 27.25 | | | | | 03/07/2003(3) | 03/07/2013 | Common Stock | 40,000 |
| Options (rights to buy) | \$ 40.98 | | | | | 02/05/2004(3) | 02/05/2014 | Common Stock | 30,000 |
| Option (rights to buy) | \$ 28.96 | | | | | 08/19/2004(3) | 08/19/2014 | Common Stock | 10,000 |
| Options (rights to buy) | \$ 26.14 | | | | | 06/30/2005(4) | 06/30/2015 | Common Stock | 8,500 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Exec VP of Legal and Corp

Reporting Owners 2

SARACINO SAMUEL F 9911 WILLOWS ROAD N.E. REDMOND, WA 98052

Signatures

Samuel F. 07/27/2005 Saracino

**Signature of Date
Reporting Person

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) 25% vest and become exercisable on the April 1, 1999 and in 36 monthly installments beginning May 1, 2000.
- (2) Grant date, 15% vests every six months for the first 12 months, 6.25% vests quarterly for the following 24 months and 5% vests quarterly for the remaining 12 months.
- (3) Grant date, 25% vests after 6 months and in 10 equal quarterly installments thereafter.
- (4) Grant date, 100% vests on December 31, 2005.

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.

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