

MICROSTRATEGY INC
Form 4
November 13, 2006

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 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 Person *
SAYLOR MICHAEL J

(Last) (First) (Middle)

**C/O MICROSTRATEGY
INCORPORATED, 1861
INTERNATIONAL DRIVE**

(Street)

MCLEAN, VA 22102

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MICROSTRATEGY INC [MSTR]

3. Date of Earliest Transaction
(Month/Day/Year)
11/09/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)			
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	11/09/2006		C		27,100	A	<u>(1)</u>	27,100	I	Shares Owned by LLC <u>(2)</u>
Class A Common Stock	11/09/2006		S		200	D	\$ 120	26,900 <u>(3)</u>	I	Shares Owned by LLC
Class A Common Stock	11/09/2006		S		200	D	\$ 120.08	26,700	I	Shares Owned by LLC
Class A Common Stock	11/09/2006		S		300	D	\$	26,400	I	Shares

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Common Stock						120.13			Owned by LLC
Class A Common Stock	11/09/2006	S	400	D	\$	120.14	26,000	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	2,457	D	\$	120.15	23,543	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	100	D	\$	120.16	23,443	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	500	D	\$	120.17	22,943	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	800	D	\$	120.19	22,143	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	1,197	D	\$	120.2	20,946	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	3	D	\$	120.21	20,943	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	300	D	\$	120.22	20,643	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	200	D	\$	120.23	20,443	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	1,343	D	\$	120.24	19,100	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	800	D	\$	120.25	18,300	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	200	D	\$	120.26	18,100	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	300	D	\$	120.28	17,800	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	1,597	D	\$	120.29	16,203	I	Shares Owned by LLC

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Class A Common Stock	11/09/2006	S	503	D	\$ 120.3	15,700	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	200	D	\$ 120.31	15,500	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	900	D	\$ 120.32	14,600	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	800	D	\$ 120.33	13,800	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	300	D	\$ 120.34	13,500	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	600	D	\$ 120.35	12,900	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	709	D	\$ 120.4	12,191	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	600	D	\$ 120.42	11,591	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	200	D	\$ 120.43	11,391	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	400	D	\$ 120.44	10,991	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	500	D	\$ 120.45	10,491	I	Shares Owned by LLC
Class A Common Stock	11/09/2006	S	700	D	\$ 120.47	9,791	I	Shares Owned by LLC

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

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

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Remarks:

This is the first Form 4 of two Form 4 filings made by the reporting person to report transactions that occurred on November 9

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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