

Gaske Philip
Form 4
November 04, 2004

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 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 *
Gaske Philip

2. Issuer Name and Ticker or Trading Symbol
NEXTEL PARTNERS INC [NXTP]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
6880 BERMUDA RD, #100
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/03/2004

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP Customer Care

LAS VEGAS, NV 89119

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

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

(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. 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 | (D) | Price |
| Class A Common Stock | 11/03/2004 | | M | | 29,929 | A | \$ 1.67 |
| | | | | | 46,429 | | |
| Class A Common Stock | 11/03/2004 | | S | | 29,929 | D | \$ 17.31 |
| | | | | | 16,500 ⁽¹⁾ | | |
| Class A Common Stock | 11/04/2004 | | M | | 50,071 | A | \$ 1.67 |
| | | | | | 66,571 | | |
| Class A Common | 11/04/2004 | | S | | 50,071 | D | \$ 17.4004 |
| | | | | | 16,500 ⁽¹⁾ | | |

Stock

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

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(9-02)

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

| 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. Transaction Code (Instr. 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) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Employee Stock Option (Right to Buy) | \$ 1.67 | 11/03/2004 | | M | 29,929 | <u>(2)</u> 01/29/2009 | Class A Common Stock | 29,929 |
| Employee Stock Option (Right to Buy) | \$ 1.67 | 11/04/2004 | | M | 50,071 | <u>(2)</u> 01/29/2009 | Class A Common Stock | 50,071 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------------------------------|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Gaske Philip 6880 BERMUDA RD, #100 LAS VEGAS, NV 89119 | | | VP Customer Care | |

Signatures

Suzanne Roen, Attorney-in-Fact for Philip Gaske

11/04/2004

__Signature of Reporting Person

Date

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) The Reporting Person sold an aggregate of 80,000 shares on November 3 & 4, 2004 in multiple transactions at varying prices.

(2) The options vested in three equal annual installments beginning on January 29, 2000.

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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