

ZEVNIK PAUL A
Form 4
September 17, 2010

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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).

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 *
ZEVNIK PAUL A

2. Issuer Name and Ticker or Trading Symbol
ENTRAVISION
COMMUNICATIONS CORP
[NYSE:EVC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

(Last) (First) (Middle)

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

2425 OLYMPIC BLVD., SUITE
6000 WEST

09/16/2010

(Street)

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

SANTA MONICA, CA 90404

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Class B common stock | 09/16/2010 | | J ⁽¹⁾ | 22,389 | D \$ 0 | 132,890 ⁽²⁾ | I see note (3) ⁽³⁾ |
| Class A common stock | 09/16/2010 | | J ⁽¹⁾ | 22,389 | A \$ 0 | 22,389 ⁽⁴⁾ | I see note (3) ⁽³⁾ |
| Class A common stock | 09/16/2010 | | S ⁽⁵⁾ | 22,389 | D \$ 1.68 | 0 ⁽⁴⁾ | I see note (3) ⁽³⁾ |

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) Transaction represents the conversion of 22,389 shares of Class B common stock into 22,389 shares of Class A common stock.
- (2) The reporting person also has direct beneficial ownership of 3,137,582 shares of Class B common stock and indirect beneficial ownership of 800,666 shares of Class B common stock held by the Paul A. Zevnik Irrevocable Trust of 1996.
- (3) The Zevnik Family L.L.C.
- (4) The reporting person also has direct beneficial ownership of 26,000 restricted stock units and indirect beneficial ownership of 10,000 restricted stock units held by The Zevnik Charitable Foundation.
- (5) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- (6) Transaction represents the conversion of 39,963 shares of Class B common stock into 39,963 shares of Class A common stock.

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.