FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

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* FRENCH CHRISTOPHER E						2. Issuer Name and Ticker or Trading Symbol SHENANDOAH								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
					- 1		TIC	ONS CO	X Director X Officer (give title			Other (specify								
(Last) (First) (Middle)						SHEN] 3. Date of Earliest Transaction (Month/Day/Year)									below) President			elow)		
PO BOX 459						5/19/20	(Mon	tn/Day/Year)			rreside	.111								
(Silect)						If Amen	nal Fi	led (Month/D	6. Individual or Joint/Group Filing (Check Applicable Line)											
EDINBURG VA 22824					_										X Form filed by One Reporting Person					
(City)	(St	(State) (Zip)								Form filed by More than One Reporting Person										
		Tabl	eI-	Non-Deriv	ativ.	e Sec	urities /	Acqu	ire	d, D	isposed (of, or	Benefic	cially Own	ed					
Da			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		ion 🗀				Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr.			
								Code	· v	,	Amount	(A) or (D)	Price	Reported Transaction (Instr. 3 and				4)		
Common	Stock			06/19/20	06			P			1,300	A	\$42.81	30,74	8	I			E French dchildren	
Common	Stock													56,16	1	I	- 1	TTEI	E WBF anne	
Common	Stock													56,16	1	I		fbo	E WBF topher	
Common	Stock													25,14	4	I			E WBF Cynthia	
Common	Stock													74,59	2	I		WBF	E U/A fbo dchildren	
Common	Stock													1,080)	I			E Gladys ale Trust	
Common	Stock													18,23	5	I		Spou	se	
Common	Stock													2,278	3	I		By D	aughter	
Common Stock													2,278	3	I		By S	on		
Common Stock													2,278	3 I			By Son			
Common	Stock													38,12	5	D				
		Та	ble I								posed of, converti			lly Owned						
Derivative Conversion Date		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any		4. Trans	5. Number ansaction of ode (Instr. Derivativ		6. Date Ex Expiration (Month/Da			rcisable and Date	7. Title Amou Secur Under Deriva	e and int of ities rlying ative ity (Instr. :	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Owner Form: Direct or Indi (I) (Ins	ship (D) rect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	of Respons				Code	v	(A) (D) Ex		sable	Expiration Date	Title	or Number of Shares							

/s/ Christopher E. French

06/19/2006

** 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 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.