

BOLTON H ERIC JR
Form 4
February 24, 2006

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 *
BOLTON H ERIC JR

2. Issuer Name and Ticker or Trading Symbol
MID AMERICA APARTMENT COMMUNITIES INC [MAA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6584 POPLAR AVENUE, SUITE 300
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/24/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
President and Chief Executive

MEMPHIS, TN 38138-

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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------|---|--|-----------------------------------|------------|---------------------|
| | | | | Code | V | Amount | | | | (A) or (D) | Price |
| Common Stock | 02/24/2006 | | M | | | 7,634 | A | \$ 22.14 | 30,357 | D | |
| Common Stock | 02/24/2006 | | M | | | 4,516 | A | \$ 22.14 | 34,873 | D | |
| Common Stock | 02/24/2006 | | M | | | 18,000 | A | \$ 25.52 | 52,873 | D | |
| Common Stock | 02/24/2006 | | D ⁽¹⁾ | | | 25,634 | D | \$ 54.8759 | 27,239 | D | |
| Common Stock | | | | | | | | | 3,925.9206 | I | Allocated shares in |

| | | | |
|--------------|------------|---|----------------------|
| Common Stock | 7,639.0207 | I | ESOP Trust JTWROS |
|--------------|------------|---|----------------------|

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

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 control number.

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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 | |
| Stock Options (Right to buy) | \$ 22.14 | 02/24/2006 | | M | 7,634 | 02/20/2006 02/20/2012 | Common Stock | 7,634 |
| Stock Options (Right to buy) | \$ 22.14 | 02/24/2006 | | M | 4,516 | 02/20/2006 02/20/2012 | Common Stock | 4,516 |
| Stock Options (Right to buy) | \$ 25.52 | 02/24/2006 | | M | 18,000 | 02/19/2006 02/19/2012 | Common Stock | 18,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BOLTON H ERIC JR 6584 POPLAR AVENUE SUITE 300 MEMPHIS, TN 38138- | X | | President and Chief Executive | |

Signatures

Leslie Bratten Cantrell
Wolfgang

02/24/2006

__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) Sale is related to the exercise of options reported on same Form 4 filing. Proceeds are being used to exercise additional options and to pay down debt related to a prior purchase of company stock through the company's 1994 Restricted Stock and Stock Option Plan.

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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