

SKYTERRA COMMUNICATIONS INC

Form 3

October 05, 2006

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
2005Estimated average  
burden hours per  
response... 0.5**INITIAL STATEMENT OF 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 \*Â COLUMBIA CAPITAL III  
LLC

(Last) (First) (Middle)

201 NORTH UNION STREET,  
SUITE 300

(Street)

ALEXANDRIA,Â VAÂ 22314

(City) (State) (Zip)

2. Date of Event Requiring  
Statement(Month/Day/Year)  
09/25/20063. Issuer Name **and** Ticker or Trading Symbol

SKYTERRA COMMUNICATIONS INC [SKYT.OB]

4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_ 10% Owner  
\_\_\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)6. Individual or Joint/Group  
Filing(Check Applicable Line)  
\_\_\_\_ Form filed by One Reporting  
Person  
\_X\_ Form filed by More than One  
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common Stock, \$.01 par value per share

5,552,665

I

See Footnote (1) (2)Reminder: Report on a separate line for each class of securities beneficially  
owned directly or indirectly.

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)4. Conversion  
or Exercise  
Price of  
Derivative5. Ownership  
Form of  
Derivative  
Security:6. Nature of Indirect  
Beneficial Ownership  
(Instr. 5)

Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COLUMBIA CAPITAL III LLC 201 NORTH UNION STREET, SUITE 300 ALEXANDRIA, VA 22314	Â	Â X	Â	Â
COLUMBIA CAPITAL EQUITY PARTNERS III QP LP 201 NORTH UNION STREET, SUITE 300 ALEXANDRIA, VA 22314	Â	Â X	Â	Â
COLUMBIA CAPITAL EQUITY PARTNERS III CAYMAN LP 201 NORTH UNION STREET, SUITE 300 ALEXANDRIA, VA 22314	Â	Â	Â	(1) (2)
COLUMBIA CAPITAL EQUITY PARTNERS III AI LP 201 NORTH UNION STREET, SUITE 300 ALEXANDRIA, VA 22314	Â	Â	Â	(1) (2)
Columbia Capital Investors III, L.L.C. 201 NORTH UNION STREET, SUITE 300 ALEXANDRIA, VA 22314	Â	Â	Â	(1) (2)
Columbia Capital Employee Investors III, L.L.C. 201 NORTH UNION STREET, SUITE 300 ALEXANDRIA, VA 22314	Â	Â	Â	(1) (2)
COLUMBIA CAPITAL EQUITY PARTNERS III LP 201 NORTH UNION STREET, SUITE 300 ALEXANDRIA, VA 22314	Â	Â X	Â	Â

## Signatures

/s/ Donald A. Doering, as CFO of Columbia Capital III, LLC

10/04/2006

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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).

These shares are directly held by the following entities: Columbia Capital Equity Partners III (QP), L.P., a Delaware limited partnership (?CCIII (QP)?); Columbia Capital Equity Partners III (Cayman), L.P., a Cayman Islands exempted limited partnership (?Cayman III?);

- (1) Columbia Capital Equity Partners III (AI), L.P., a Delaware limited partnership (?CCIII (AI)?); Columbia Capital Investors III, LLC, a Delaware limited liability company (?Investors III?); and Columbia Capital Employee Investors III, LLC, a Delaware limited liability company (?Employee Investors?).
- (2) The general partner of CCIII (QP) and CCIII (AI) is Columbia Capital Equity Partners III, L.P., a Delaware limited partnership (?CCIII L.P.?). The general partner of Cayman III is Columbia Capital Equity Partners (Cayman) III, Ltd. CCIII LP is the sole stockholder of Columbia Capital Equity Partners (Cayman) III, Ltd. CCIII LP is also the managing member of Investors III and Employee Investors. The

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general partner of CCIH LP is Columbia Capital III, LLC, a Delaware limited liability company (?Capital LLC?). CCIH LP and Capital LLC are indirect beneficial owners of the reported securities.

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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