

SMITH WILLIAM W JR
Form SC 13G
February 14, 2006

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

SCHEDULE 13G

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(b)**

SMITH MICRO SOFTWARE, INC.

(Name of Issuer)

Common Stock, par value \$.001 par value per share

(Title of Class of Securities)

832154108

(CUSIP Number)

December 31, 2005

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 - Rule 13d-1(c)
 - Rule 13d-1(d)
-

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CUSIP No. 832154108

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NAMES OF REPORTING PERSONS:

1 William W. Smith, Jr.

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

2 (a)
(b)

SEC USE ONLY:

3

CITIZENSHIP OR PLACE OF ORGANIZATION:

4 United States

SOLE VOTING POWER:

5
NUMBER OF 3,472,115

SHARED VOTING POWER:

6
SHARES BENEFICIALLY OWNED BY -0-

SOLE DISPOSITIVE POWER:

7
EACH REPORTING PERSON 3,472,115

SHARED DISPOSITIVE POWER:

8
WITH:

-0-

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

9

3,472,115

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

10

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

11

15.7%%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

12

IN

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Item 1(a). Name of Issuer:

Smith Micro Software, Inc. (the Issuer)

Item 1(b). Address of Issuer's Principal Executive Offices:51 Columbia, Suite 200
Aliso Viejo, CA 92656**Item 2(a). Name of Person Filing:**

William W. Smith, Jr.

Item 2(b). Address of Principal Business Office or, if None, Residence:51 Columbia, Suite 200
Aliso Viejo, CA 92656**Item 2(c). Citizenship**

United States of America

Item 2(d). Title of Class of Securities:

Common Stock, \$0.001 par value per share

Item 2(e). CUSIP Number: 832154108**Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:**

Not Applicable

Item 4. Ownership.

(a) Amount Beneficially Owned:	3,472,115
(b) Percent of Class:	15.7%
(c) Number of shares as to which such person has:	
(i) Sole power to vote or to direct the vote:	3,472,115
(ii) Shared power to vote or to direct the vote:	-0-
(iii) Sole power to dispose or to direct the disposition of:	3,472,115
(iv) Shared power to dispose or to direct the disposition of:	-0-

Item 5. Ownership of Five Percent or Less of a Class.

Not Applicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person.
Not Applicable

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Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications.

Not Applicable

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

William W. Smith, Jr.

February 14, 2006

Date

/s/ William W. Smith, Jr.

(Signature)