

BECK TERESA
Form 4
December 15, 2004

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 *
BECK TERESA

(Last) (First) (Middle)
1681 SOUTH MOHAWK WAY

(Street)

SALT LAKE CITY, UT 84108

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
QUESTAR CORP [STR]

3. Date of Earliest Transaction
(Month/Day/Year)
12/13/2004

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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)
Common Stock and attached Common Stock Purchase Rights				(A) or (D) Price	1,962.581 ⁽¹⁾	D	

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.

SEC 1474 (9-02)

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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)	8. Amount or Number of Shares
Phantom Stock Units	\$ 48.65	12/13/2004		A	30.9553	(2) (2)	Phantom Stock Units	30.9553
Common Stock and attached Common Stock Purchase Rights	\$ 0					(3) (3)	Common Stock and attached Common Stock Purchase Rights	0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BECK TERESA 1681 SOUTH MOHAWK WAY SALT LAKE CITY, UT 84108			X	

Signatures

Abigail L. Jones Attorney in Fact for T. Beck
12/15/2004

__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) This total includes 8.635 shares purchased with reinvested dividends on December 13, 2004 at a price of \$48.65 per share.
- (2) This date is unknown until I retire as a director.
- (3) The question about dates is irrelevant since I am not reporting any changes in my stock options.

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. IZE: 10pt; FONT-FAMILY: Times New Roman">On January 21, 2009, in connection with a general corporate governance review, the Company's Board of Directors approved resolutions amending and restating the Company's Amended and Restated By-Laws (as amended and restated, the "By-Laws"), effective

immediately. The principal changes effected by the adoption of the amended By-Laws were to:

- (i) amend Section 12 and Section 13 of Article II of the By-Laws to revise the provisions relating to when a stockholder must provide advance notice to the Company that it intends to nominate an individual for election as a director or propose other business at an annual meeting of stockholders;
- (ii) amend Section 12 and Section 13 of Article II of the By-Laws to expand the information required to be included in a notice of an intention to nominate an individual for election as a director or propose other business at an annual meeting;
- (iii) amend Section 3 of Article II of the By-Laws to establish procedures for stockholders to call a special meeting of stockholders and for the establishment of a date upon which such a special meeting will be held, including with respect to the establishment of a record date for the determination of stockholders entitled to demand a special meeting, the making of a demand to hold a special meeting, the information required to be included in any demand for the establishment of such a record date or the holding of a special meeting and the retention of an independent inspector of election to review such demands;
- (iv) amend Section 7 of Article V of the Bylaws and Section 11 of Article II of the Bylaws to establish procedures with respect to stockholder action by written consent without a meeting, including with respect to the establishment of a record date for the determination of stockholders entitled to express consent to corporate action in writing without a meeting, the information required to be included in any demand for the establishment of such a record date and the retention of an independent inspector of election to review any consents delivered to the Company.

In addition, Section 9 of Article II of the By-Laws was amended to conform the provisions relating to the availability of stockholder lists in connection with meetings of stockholders to comply with changes in Delaware law and Sections 1, 3 and 4 of Article V of the By-Laws were amended to authorize the issuance and transfer of capital stock of the Company in uncertificated form and to make related technical amendments.

In addition to the amendments described above, the By-Laws include certain changes to (1) clarify language, (2) authorize the delivery of notices of meetings of the Board of Directors by e-mail and (3) make various technical corrections and non-substantive changes.

The preceding description of the By-Laws and the amendments effected thereby does not purport to be a complete statement of the provisions thereof and is qualified in its entirety by reference to CommScope's Amended and Restated By-Laws, a copy of which is attached hereto as Exhibit 3.2 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Number	Description
3.1	Certificate of Elimination of Series A Junior Participating Preferred Stock of CommScope, Inc.
3.2	Amended and Restated By-Laws of CommScope, Inc.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: January 21, 2009

COMMSCOPE, INC.

By: /s/ Frank B. Wyatt, II
Name: Frank B. Wyatt, II
Title: Senior Vice President, General
Counsel and Secretary

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