

ABERNATHY JOHN D
 Form 4
 January 17, 2007

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 *
 ABERNATHY JOHN D

2. Issuer Name and Ticker or Trading Symbol
 STERLING CONSTRUCTION CO
 INC [STRL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

1840 TURNBULL LAKES DR

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

(Street)

NEW SMYRNA BEACH, FL 32168

(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	01/16/2007		S ⁽¹⁾		250	D	\$ 18.84
Common stock	01/16/2007		S ⁽¹⁾		600	D	\$ 18.85
Common stock	01/16/2007		S ⁽¹⁾		200	D	\$ 18.86
Common stock	01/16/2007		S ⁽¹⁾		200	D	\$ 18.87
Common stock	01/16/2007		S ⁽¹⁾		100	D	\$ 18.89

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Common stock	01/16/2007	<u>S⁽¹⁾</u>	500	D	\$ 18.9	14,253	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	300	D	\$ 18.91	13,953	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	100	D	\$ 18.92	13,853	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	200	D	\$ 18.95	13,653	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	100	D	\$ 18.99	13,553	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	100	D	\$ 19	13,453	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	100	D	\$ 19.01	13,353	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	107	D	\$ 19.04	13,246	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	193	D	\$ 19.05	13,053	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	100	D	\$ 19.15	12,953	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	100	D	\$ 19.19	12,853	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	200	D	\$ 19.21	12,653	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	100	D	\$ 19.22	12,553	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	200	D	\$ 19.25	12,353	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	100	D	\$ 19.26	12,253	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	100	D	\$ 19.3	12,153	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	100	D	\$ 19.44	12,053	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	100	D	\$ 19.45	11,953	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	200	D	\$ 19.47	11,753	D
Common stock	01/16/2007	<u>S⁽¹⁾</u>	199	D	\$ 19.49	11,554	D
	01/16/2007	<u>S⁽¹⁾</u>	101	D	\$ 19.5	11,453	D

Common stock

Common stock	01/16/2007	S ⁽¹⁾	200	D	\$ 19.51	11,253	D
Common stock	01/16/2007	S ⁽¹⁾	100	D	\$ 19.52	11,153	D
Common stock	01/16/2007	S ⁽¹⁾	100	D	\$ 19.54	11,053	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)

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ABERNATHY JOHN D 1840 TURNBULL LAKES DR NEW SMYRNA BEACH, FL 32168		X		

Signatures

John D. Abernathy 01/17/2007

**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) These shares were sold pursuant to a 10b5-1 trading plan adopted by the Reporting Person on June 5, 2006

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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