

LEGGE MARILOU  
Form 3  
July 02, 2010

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

OMB APPROVAL

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**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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â LEGGE MARILOU		(Month/Day/Year)	ARBITRON INC [ARB]	
(Last)	(First)	(Middle)	06/24/2010	
ARBITRON INC.,Â 9705			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
PATUXENT WOODS DRIVE				
(Street)			(Check all applicable)	
COLUMBIA,Â MDÂ 21046			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			EVP-OE & Corp Communications	

**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	1,305 <sup>(1)</sup>	D	Â
Common Stock	2,000 <sup>(2)</sup>	D	Â
Common Stock	4.12 <sup>(3)</sup>	D	Â

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	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial
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	Date Exercisable	Expiration Date	Derivative Security (Instr. 4) Title	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
Non-Qualified Stock Option (right to buy)	01/27/2008	01/27/2015	Common Stock	1,000	\$ 40.25	D	Â
Non-Qualified Stock Option (right to buy)	06/01/2007	06/01/2016	Common Stock	4,000	\$ 40.36	D	Â
Non-Qualified Stock Option (right to buy)	05/15/2008	05/15/2017	Common Stock	3,000	\$ 48.25	D	Â
Non-Qualified Stock Option (right to buy)	Â <sup>(4)</sup>	07/13/2019	Common Stock	20,000	\$ 16.49	D	Â
Non-Qualified Stock Option (right to buy)	Â <sup>(5)</sup>	03/04/2020	Common Stock	10,352	\$ 22.17	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEGGE MARILOU ARBITRON INC. 9705 PATUXENT WOODS DRIVE COLUMBIA, MD 21046	Â	Â	Â	Â EVP-OE & Corp Communications

## Signatures

Timothy T. Smith, Attorney in Fact for Marilou B. Legge  
07/02/2010

\_\_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).
- (1) Represents restricted stock units that vest in four equal annual installments. The first and second installments vested on June 3, 2009 and June 3, 2010, respectively.
- (2) Represents restricted stock units that will vest in four equal annual installments beginning on July 13, 2010.
- (3) Includes shares acquired under the issuer's ESPP.
- (4) Represents stock options that vest and become exercisable in three equal annual installments commencing on the first anniversary of the date of grant. The first installment becomes exercisable on July 13, 2010.
- (5) Represents stock options that vest and become exercisable in three equal annual installments commencing on the first anniversary of the date of grant. The first installment becomes exercisable on March 4, 2011.

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.