1. Name and Address of Reporting Person
BOGER RICHARD LEE

2. Issuer Name and Ticker or Trading Symbol
GRAY TELEVISION INC [ GTN ]

3. Date of Earliest Transaction (Month/Day/Year)
07/26/2010

4. If Amendment, Date of Original Filed

5. Relationship of Reporting Person(s) to Issuer
X Director

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Common Stock (GTN)</th>
<th>07/26/2010</th>
<th>S</th>
<th>8,000</th>
<th>D</th>
<th>$2.51</th>
<th>23,700</th>
<th>D</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock (GTN)</td>
<td></td>
<td></td>
<td></td>
<td></td>
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<td></td>
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<tr>
<td>Class A Common Stock (GTN.A)</td>
<td></td>
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</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Top</th>
<th>Bottom</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
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</tbody>
</table>

Explanation of Responses:
Remarks:

/s/ Dottie Boudreau by Power of Attorney
07/27/2010

Signature of Reporting Person
Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
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 Number.