

NEXTEL PARTNERS INC
 Form 424B3
 May 07, 2004

Filed Pursuant to Rule 424(b)(3)
 Registration No. 333-109988
 CUSIP No. 65333FAS6

1½% Convertible Senior Notes due 2008

NEXTEL PARTNERS, INC.

**PROSPECTUS SUPPLEMENT DATED MAY 7, 2004
 TO PROSPECTUS DATED DECEMBER 18, 2003**

The selling security holders table on pages 25-27 of the prospectus, as supplemented, is hereby further amended to update the information with respect to and to include the following entities as selling security holders in the prospectus and to list their respective amounts of 1½% convertible senior notes due 2008:

| Name | Principal Amount at Maturity of Notes Beneficially Owned That May Be Sold | Percentage of Notes Outstanding | Number of Shares of Class A Common Stock That May Be Sold | Percentage of Common Stock Outstanding |
|-------------------------|---------------------------------------------------------------------------------------|---------------------------------------|--------------------------------------------------------------------------|----------------------------------------------|
| Millennium Partners, LP | \$ 3,000,000.00 | 2.40% | 234,926 | * |