

Edgar Filing: GOODMAN CHARLES H - Form 4

Common Stock	11,600	I	See fn. <u>(6)</u>
Common Stock	198,921	I	See fn. <u>(7)</u>

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. Title and Amount of Derivative Securities (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Stock Options	\$ 105.3	03/02/2005		A	2,680	<u>(8)</u>	03/01/2010	Common Stock	2,680

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOODMAN CHARLES H				X

Signatures

/s/ Charles H. Goodman
Date: 03/04/2005

**Signature of Reporting Person

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) Grant pursuant to Rule 16b-3(c)

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- (2) Owned by First National Bank of Chicago, as custodian (for the benefit of the Reporting Person)
- (3) Owned by a partnership - The Crown Fund (of which the Reporting Person is a partner)
- (4) Owned by a trust - Charles Grandchildren Trust (of which the Reporting Person is a co-trustee and his grandchildren are beneficiaries)
- (5) Owned by a partnership - The Crown Fund II (of which the Reporting Person is a partner)
- (6) Owned by a trust - Charles GD 03 Trust (of which the Reporting Person is the trustee and a beneficiary)
- (7) Owned by a trust - Charles Pharma Trust (of which the Reporting Person is the trustee and a beneficiary)
- (8) Fifty percent of these options become exercisable on March 2, 2006, and one hundred percent become exercisable on March 2, 2007.

Remarks:

The Reporting Person disclaims beneficial ownership of the shares described in footnotes 2 through 7, except to the extent of

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.