

CROMIE SCOTT J
Form 4
February 15, 2005

FORM 4

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

OMB APPROVAL

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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 *
CROMIE SCOTT J

2. Issuer Name and Ticker or Trading Symbol
SERVICEMASTER CO [SVM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3250 LACEY ROAD, SUITE 600

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/11/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
AHS - PRESIDENT

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

DOWNERS
GROVE, IL 60515-1700

(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 par value	02/11/2005		A		10,833	A	\$ 0
Common stock \$.01 par value					3,952	I	401(k) plan
Common stock \$.01 par value					9,280	I	by spouse
Common					1,025	I	Deferred

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stock \$.01 par value						Comp
Common stock \$.01 par value				880	I	Cust. for children
Common stock \$.01 par value				160	I	Cust. for nephew

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Underlying Security (Instr. 3 and 4)	As or No of	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
1997 Option Plan (Right to Buy)	\$ 11.2222					02/13/1998	02/12/2007	Common stock \$.01 par value	3
1998 Empl. Stock Option(Right to Buy)	\$ 11.5					12/10/2000	12/31/2009	Common stock \$.01 par value	3
1998 Empl. Stock Option(Right to Buy)	\$ 18.075					01/29/2000	01/28/2009	Common stock \$.01 par value	2
1998 Empl. Stock Option(Right to Buy)	\$ 18.075					01/29/2000	01/15/2014	Common stock \$.01 par value	2
1998 Empl. Stock	\$ 18.2583					02/16/1999	02/15/2008	Common stock	2

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Option(Right to Buy)										\$.01 par value	
10+ Option Share Plan (Right to Buy)	\$ 9.2593					02/16/1997	02/15/2006			Common stock \$.01 par value	3
WSH Empllee Stock Option (Right to Buy)	\$ 13.87					05/04/2000	05/03/2006			Common stock \$.01 par value	1
2000 Employee Stock Option (Right to Buy)	\$ 8.75					08/08/2001	08/07/2007			Common stock \$.01 par value	4
2000 Employee Stock Option (Right to Buy)	\$ 9.88					03/18/2004	03/17/2013			Common stock \$.01 par value	3
2000 Employee Stock Option (Right to Buy)	\$ 10.3					12/18/2003	12/17/2009			Common stock \$.01 par value	4
2000 Employee Stock Option (Right to Buy)	\$ 10.52					03/16/2002	03/15/2008			Common stock \$.01 par value	5
2000 Employee Stock Option (Right to Buy)	\$ 13.83					02/08/2003	02/07/2009			Common stock \$.01 par value	3
2003 EIP Stock Appreciation Right	\$ 10.73					02/13/2005	02/12/2014			Common Stock	2
2003 EIP Stock Appreciation Right	\$ 13.44	02/11/2005		A	32,500	02/11/2006 ⁽¹⁾	02/10/2015			Common Stock	3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CROMIE SCOTT J 3250 LACEY ROAD, SUITE 600 DOWNERS GROVE, IL 60515-1700			AHS - PRESIDENT	

Signatures

Sandra L. Groman by power of attorney
02/15/2005

__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) The stock appreciation right is exercisable in five equal annual installments beginning on the first anniversary of the date of grant.

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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