

BEREZNY PAUL W JR
Form 5
February 13, 2006

FORM 5

OMB APPROVAL

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

OMB Number: 3235-0362
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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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
BEREZNY PAUL W JR

(Last) (First) (Middle)

3250 LACEY ROAD, SUITE 600

(Street)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2005

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

DOWNERS GROVE, IL 60515-1700

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	4,128	D	Â
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	662,984	I	Berezny Holding
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	1,260	I	by Partnership

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Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	2,500	I	by Spouse
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	76,817	I	by Trust for self
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	540,064	I	by Trust for wife
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	61,192	I	Cust. for children
Common stock \$.01 par value	12/31/2005	Â	A	50	A	\$ 11.93	1,493 ⁽¹⁾	I	Dir.Def.Fee Trust

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

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(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)	Amount or Number of Shares
Stock Options (Right to buy)	\$ 8.4788	Â	Â	Â	Â	09/30/2000 09/29/2010	Common Stock	10,52
Stock Options (Right to buy)	\$ 8.7232	Â	Â	Â	Â	12/31/2000 12/30/2010	Common Stock	4,385
Stock Options (Right to buy)	\$ 9.0916	Â	Â	Â	Â	09/30/2001 09/29/2011	Common stock \$.01 par	7,947

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buy)										value	
Stock Options (Right to buy)	\$ 9.21	Â	Â	Â	Â	Â	12/31/2002	12/31/2012	Common Stock	7,870	
Stock Options (Right to buy)	\$ 9.2593	Â	Â	Â	Â	Â	02/16/1997	02/15/2006	Common stock \$0.01 par value	10,12	
Stock Options (Right to buy)	\$ 9.7325	Â	Â	Â	Â	Â	12/31/1999	12/30/2009	Common Stock	2,183	
Stock Options (Right to buy)	\$ 9.7856	Â	Â	Â	Â	Â	03/31/2000	03/30/2010	Common Stock	5,640	
Stock Options (Right to buy)	\$ 10.02	Â	Â	Â	Â	Â	04/27/2002	04/26/2008	Common Stock	15,00	
Stock Options (Right to buy)	\$ 10.2319	Â	Â	Â	Â	Â	06/30/2000	06/29/2010	Common Stock	4,292	
Stock Options (Right to buy)	\$ 11.2222	Â	Â	Â	Â	Â	02/13/1998	02/12/2007	Common stock \$0.01 par value	11,25	
Stock Options (Right to buy)	\$ 11.81	Â	Â	Â	Â	Â	01/01/2002	12/31/2011	Common Stock	6,611	
Stock Options (Right to buy)	\$ 13.2069	Â	Â	Â	Â	Â	09/30/1999	09/29/2009	Common Stock	8,045	
Stock Options (Right to buy)	\$ 15.5231	Â	Â	Â	Â	Â	06/30/1999	06/29/2009	Common stock \$0.01 par value	2,464	
Stock Options (Right to buy)	\$ 15.7392	Â	Â	Â	Â	Â	03/31/1998	03/30/2008	Common stock \$0.01 par value	3,780	

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Stock Options (Right to buy)	\$ 17.1913	Â	Â	Â	Â	Â	03/31/1999	03/30/2009	Common stock \$01 par value	4,203
Stock Options (Right to buy)	\$ 18.0413	Â	Â	Â	Â	Â	09/30/1998	09/29/2008	Common Stock	3,298
Stock Options (Right to buy)	\$ 18.6788	Â	Â	Â	Â	Â	12/31/1998	12/30/2008	Common stock \$01 par value	2,882
Stock Options (Right to buy)	\$ 19.3588	Â	Â	Â	Â	Â	06/30/1998	06/29/2008	Common stock \$01 par value	1,904
2001 Dir. Stock Option (Right to Buy)	\$ 8.4	Â	Â	Â	Â	Â	04/01/2003	03/31/2013	Common Stock	14,69
2001 Dir. Stock Option (Right to Buy)	\$ 8.63	Â	Â	Â	Â	Â	09/30/2003	09/29/2013	Common Stock	6,414
2001 Dir. Stock Option (Right to Buy)	\$ 9.02	Â	Â	Â	Â	Â	06/30/2003	06/29/2013	Common Stock	6,761
2001 Dir. Stock Option (Right to Buy)	\$ 9.94	Â	Â	Â	Â	Â	12/31/2003	12/30/2013	Common Stock	5,571
2001 Dir. Stock Option (Right to Buy)	\$ 9.96	Â	Â	Â	Â	Â	05/21/2004	05/20/2013	Common Stock	7,500
2001 Dir. Stock Option (Right to Buy)	\$ 10.73	Â	Â	Â	Â	Â	02/13/2005	02/12/2014	Common Stock	29,35
2001 Dir. Stock Option (Right to Buy)	\$ 11.46	Â	Â	Â	Â	Â	07/01/2002	06/30/2012	Common Stock	3,342
	\$ 11.6	Â	Â	Â	Â	Â	04/01/2002	03/31/2012		9,640

2001 Dir. Stock Option (Right to Buy)										Common stock \$.01 par value	
Non-Qual. Stock Option (Right to Buy)	\$ 13.972	^	^	^	^	^	04/15/2003	04/14/2009	Common Stock	15,00	
Non-Employee Dir. Dis. Option (Right to Buy)	\$ 9.1	^	^	^	^	^	09/30/2002	09/29/2012	Common Stock	7,919	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BEREZNY PAUL W JR
3250 LACEY ROAD, SUITE 600
DOWNERS GROVE, IL 60515-1700

^ X ^ ^ ^

Signatures

Sandra L. Groman by power of attorney

02/13/2006

 **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) Directors Deferred Fee Trust includes 136 shares acquired through the dividend reinvestment feature of the plan for the period of January through December 2005.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.