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MCCORM Form 4 July 05, 20	ICK RICHARD I	C										
								OMB APPROVAL				
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						MMISSION	OMB Number:	3235-0287				
if no lo subject Section Form 4 Form 5 obligati may co	to 16. or Filed pu ions Section 17	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										
(Print or Type	e Responses)											
MCCORMICK RICHARD D Syn			Symbol	2. Issuer Name and Ticker or Trading ymbol 'NOCAL CORP [ucl]				5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) 3 (1				3. Date of Earliest Transaction				(Check all applicable)				
			(Month/Day/Year) 06/30/2005				_	_X_ Director 10% Owner Officer (give title Other (specify below) below)				
				(Month/Day/Year) A				 Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting 				
CHICAGO	D, IL 60666						P	Form filed by Mo erson	ore man One Rep	orung		
(City)	(State)	(Zip)	Та	ble I - Non	-Derivative S	ecurit	ties Acqui	red, Disposed of,	or Beneficially	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	1 ()				7. Nature of Indirect Beneficial Ownership (Instr. 4)						
Common Stock / \$1.00 Par Value (1)	06/30/2005			Code V	Amount 443.3736 (2)	(D) A	Price \$ 58.1902	11 162 476				
Common Stock / \$1.00 Par Value (1)	06/30/2005			A	18.2013 (<u>3)</u>	A	\$ 58.1902	2 11,180.678	2 D			

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

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(9-02)

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displays a currently valid OMB control number.

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)	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day/ e			e and nt of lying ties 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
		Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MCCORMICK RICHARD D P O BOX 66100 WHQLD CHICAGO, IL 60666	Х							
Signatures								
Paul R Moore, Asst Sec'y, Attorney-In-Fact		07/	05/2005					
**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).

1.4.

Common Stock has attached Preferred Stock Purchase Rights. If and when the Rights become exercisable, the holders would initially be

- (1) entitled to purchase one one-hundredth of a share of Series B Junior Participating Preferred stock at a purchase price determined pursuant to the Rights Agreement.
- (2) Stock Units credited for voluntary deferral of director fees under the 2004 Directors' Deferred Compensation and Restricted Stock Unit Award Plan.
- (3) Dividend equivalent credited as Stock Units under the 2004 Directors' Deferred Compensation and Restricted Stock Unit Award Plan

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.