MANOR CARE INC

Form 4

February 15, 2006

FORM 4

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

OMB Number: 3235-0287

Estimated average

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

response...

1(b).

(Print or Type Responses)

1. Name and Ad MOLER SPI	-	rting Person *	2. Issuer Name and Ticker or Trading Symbol MANOR CARE INC [HCR]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(Last) (First) (Middle) 3. Da	3. Date of Earliest Transaction	(Check all applicable)				
			(Month/Day/Year)	Director 10% Owner			
333 NORTH SUMMIT STREET			02/15/2006	X Officer (give title Other (specify below)			
				Vice President, Controller			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
TOLEDO, O	H 43604			_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secui	rities Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	omr Dispose (Instr. 3, 4	ed of (4 and 5 (A) or	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/15/2006		Code V M	Amount 18,000	(D)	Price \$ 32.4375	21,000	D	
Common Stock	02/15/2006		M	15,000	A	\$ 18.75	36,000	D	
Common Stock	02/15/2006		S	600	D	\$ 40.09	35,400	D	
Common Stock	02/15/2006		S	32,400	D	\$ 40.03	3,000	D	
Common Stock							4,629.6	I	401(K) Plan

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

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

S	. Title of Derivative ecurity (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 or 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 Amou Underlying Secur (Instr. 3 and 4)	
					Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Num of S
S	Non-Qualified stock Option right to buy)	\$ 18.75	02/15/2006		M		15,000	02/05/2006	02/06/2013	Common Stock	15
S	Non-Qualified stock Option right to buy)	\$ 32.4375	02/15/2006		M		18,000	09/25/2001	09/26/2008	Common Stock	18

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MOLER SPENCER C 333 NORTH SUMMIT STREET TOLEDO, OH 43604

Vice President, Controller

Signatures

Moler, Spencer
C.

**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).

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.

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