

POPULAR INC  
Form 424B2  
December 29, 2005

**Filed Pursuant to Rule 424(b)(2)**  
**File No. 333-111007**

**Explanatory Note**

This Pricing Supplement is being filed pursuant to Rule 424(b)(2) under the Securities Act solely for the purpose of correcting the reference to the SEC file number contained in the 424(b)(2) filed on December 12, 2005. The correct file number is No. 333-111007.

**Pricing Supplement, dated December 8, 2005**  
**to Prospectus dated December 29, 2003**  
**Popular, Inc.**  
**Medium-Term Notes, Series 5**  
**Due From Nine Months to 30 Years From Date of Issue**

<b>PRINCIPAL AMOUNT</b>	<b>\$5,000,000.00</b>
<b>ORIGINAL ISSUE DATE</b>	<b>December 12, 2005</b>
<b>MATURITY DATE</b>	<b>December 12, 2007</b>
<b>GLOBAL NOTE</b>	<b>Yes</b>
<b>INITIAL INTEREST RATE</b>	<b>4.83%</b>
<b>INTEREST RATE BASIS</b>	<b>3 Month Libor</b>
<b>INDEX MATURITY</b>	<b>N/A</b>
<b>SPREAD</b>	<b>+.35%</b>
<b>INTEREST RATE RESET PERIOD</b>	<b>Two London business days prior to each interest reset date.</b>
<b>INTEREST PAYMENT DATES</b>	<b>The notes will pay interest quarterly on the 12<sup>th</sup> of March, June, September and December, commencing on March 12, 2006, and at maturity</b>

**The proceeds from the issuance of the Note to which this Pricing Supplement relates will be used for:**  
**General corporate purposes, including investment in, or extensions of credit to, existing and future subsidiaries**

**Repayment of outstanding borrowings.**

	<b>Price to Public(1)</b>	<b>Underwriting Discounts and Commissions</b>	<b>Proceeds to Popular, Inc., Before Expenses(1)</b>
Per Floating Rate Note	100%	0.25%	99.75%
Total	\$ 5,000,000	\$ 12,500	\$ 4,987,500

(1)

Plus accrued  
interest, if any,  
from  
December 12,  
2005.

Delivery of the notes, in book-entry form only, will be made on or about December 12, 2005.

Neither the Securities and Exchange Commission nor any state or Commonwealth of Puerto Rico securities commission has approved or disapproved of these securities or determined if this pricing supplement, the accompanying prospectus supplement or the accompanying prospectus is truthful and complete. Any representation to the contrary is a criminal offense.

Selling Agent  
**Popular Securities, Inc.**