

GOODMANSON RICHARD R
 Form 4
 January 04, 2005

FORM 4

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

OMB APPROVAL

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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 *
 GOODMANSON RICHARD R

(Last) (First) (Middle)

DUPONT COMPANY, WALNUT RUN (722) 2139, RT. 141 & 48

(Street)

WILMINGTON, DE 19805

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 OFFICEMAX INC [OMX]

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/31/2004

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					1,085	D	

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)

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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)	8. Amount or Number of Shares
Purchase Option	\$ 2.5					07/01/2001 (1)	Common Stock	471
Purchase Option	\$ 2.5					07/01/2002 (1)	Common Stock	822
Purchase Option	\$ 2.5					07/01/2003 (1)	Common Stock	28
Purchase Option	\$ 2.5					07/01/2004 (1)	Common Stock	1,594
Purchase Option	\$ 2.5	12/31/2004		A	1,177	07/01/2005 (1)	Common Stock	1,177
Stock Option (Right to Buy)	\$ 27.625					07/31/2001 07/31/2010	Common Stock	2,000
Stock Option (Right to Buy)	\$ 36.2					07/31/2002 07/31/2011	Common Stock	2,000
Stock Option (Right to Buy)	\$ 28.99					07/31/2003 07/31/2012	Common Stock	2,500
Stock Option (Right to Buy)	\$ 24.79					07/31/2004 07/31/2013	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOODMANSON RICHARD R	X			

DUPONT COMPANY
WALNUT RUN (722) 2139, RT. 141 & 48
WILMINGTON, DE 19805

Signatures

/s/ Karen E. Gowland POA for Richard R.
Goodmanson

01/04/2005

__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) Option expires three years following option holder's termination as a director of the company.

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.