

SERVICEMASTER CO
Form 4
February 16, 2006

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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).

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 *
WESSNER DAVID K

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3250 LACEY ROAD, SUITE 600
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/14/2006

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

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

DOWNERS
GROVE, IL 60515-1700

(City) (State) (Zip)

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)
			Code	V Amount (A) or (D) Price			
Common stock \$.01 par value	02/14/2006		A	4,618 A \$ 0	16,569	D	
Common stock \$.01 par value					202,700	I	by Trust for self
Common stock \$.01 par value					202,700	I	by trust for spouse
Common stock \$.01 par value					34,546	I	Cust. for children

par value

Common stock \$.01 par value

62,019 ⁽¹⁾

I

Dir. Def Fee Trust

Common stock \$.01 par value

545,620

I

Director Investment Co.

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)

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 8.4788					09/30/2000	09/29/2010	Common Stock	7,018
Stock Options (Right to buy)	\$ 9.21					12/31/2002	12/31/2012	Common Stock	11,728
Stock Options (Right to buy)	\$ 9.2593					02/16/1997	02/15/2006	Common Stock	10,125
Stock Options (Right to buy)	\$ 9.7856					03/31/2000	03/30/2010	Common Stock	7,962
	\$ 10.02					04/27/2002	04/26/2008		15,000

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Stock Options (Right to buy)				Common Stock	
Stock Options (Right to buy)	\$ 10.2319	06/30/2000	06/29/2010	Common Stock	9,830
Stock Options (Right to buy)	\$ 13.2069	09/30/1999	09/29/2009	Common Stock	4,505
Stock Options (Right to buy)	\$ 15.5231	06/30/1999	06/29/2009	Common Stock	3,833
Stock Options (Right to buy)	\$ 15.7392	03/31/1998	03/30/2008	Common Stock	3,780
Stock Options (Right to buy)	\$ 17.1913	03/31/1999	03/30/2009	Common Stock	6,922
Stock Options (Right to buy)	\$ 18.0413	09/30/1998	09/29/2008	Common Stock	3,298
Stock Options (Right to buy)	\$ 18.6788	12/31/1998	12/30/2008	Common Stock	3,489
Stock Options (Right to buy)	\$ 19.3588	06/30/1998	06/29/2008	Common Stock	2,781
2001 Dir. Stock Option (Right to Buy)	\$ 8.4	04/01/2003	03/31/2013	Common Stock	18,243
2001 Dir. Stock Option (Right to Buy)	\$ 8.63	09/30/2003	09/29/2013	Common Stock	9,868
	\$ 9.02	06/30/2003	06/29/2013		10,063

2001 Dir. Stock Option (Right to Buy)					Common Stock	
2001 Dir. Stock Option (Right to Buy)	\$ 9.94		12/31/2003	12/30/2013	Common Stock	6,286
2001 Dir. Stock Option (Right to Buy)	\$ 9.96		05/21/2004	05/20/2013	Common Stock	7,500
2001 Dir. Stock Option (Right to Buy)	\$ 11.46		07/01/2002	06/30/2012	Common Stock	7,426
2001 Dir. Stock Option (Right to Buy)	\$ 11.6		04/01/2002	03/31/2012	Common Stock	19,048
2001 Dir. Stock Option (Right to Buy)	\$ 13.44		02/11/2006	02/10/2015	Common Stock	12,277
2001 Dir. Stock Option (Right to Buy)	\$ 13.972		04/15/2002	04/14/2009	Common Stock	15,000
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 9.1		09/30/2002	09/29/2012	Common Stock	11,801

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WESSNER DAVID K 3250 LACEY ROAD, SUITE 600 DOWNERS GROVE, IL 60515-1700	X			

Signatures

Sandra L. Groman by power of
attorney

02/16/2006

__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 1,082 shares acquired through the dividend reinvestment feature of the plan during the months of August and December 2005.

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.