GOETZ JAMES A Form 4 February 15, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

OMB APPROVAL

Expires:

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Check this box

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * **GOETZ JAMES A**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

SERVICEMASTER CO [SVM] 3. Date of Earliest Transaction

(Check all applicable)

(First) 3250 LACEY ROAD, SUITE 600

(Street)

(Month/Day/Year)

Director 10% Owner Other (specify

SENIOR VICE PRESIDENT

02/11/2005

X_ Officer (give title below) below)

4. If Amendment, Date Original

A

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

DOWNERS GROVE, IL 60515-1700

(State) (Zip) (City) 1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if

3. 4. Securities Acquired 5. Amount of Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

Reported (A) or

\$0

Transaction(s) (Instr. 3 and 4)

Price Code V Amount (D)

Α

Common

(Instr. 3)

stock \$.01 02/11/2005 par value

12,500

45,002

D

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

(Month/Day/Year)

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

(9-02)

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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. Transacti Code (Instr. 8)	5. Number or Derivative Securities Acquired (or Dispose (D) (Instr. 3, 4 and 5)	(A) ed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secu (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Ar or Nu of
2000 Emplee Stock Option (Right to Buy)	\$ 9.88						03/18/2004	03/17/2013	Common Stock	43
2000 Emplee Stock Option (Right to Buy)	\$ 13.87						01/11/2002	09/10/2006	Common Stock	1′
2000 Emplee Stock Option (Right to Buy)	\$ 13.87						01/11/2002	01/10/2009	Common Stock	50
WSH Emplee Stock Option (Right to Buy)	\$ 13.87						09/11/2000	09/10/2006	Common Stock	13
WSH Emplee Stock Option (Right to Buy)	\$ 13.87						05/02/2001	05/01/2007	Common Stock	4
2003 EIP Stock Appreciation Right	\$ 10.73						02/13/2005	02/12/2014	Common Stock	32
2003 EIP Stock Appreciation Right	\$ 13.44	02/11/2005		A	37,500		02/11/2006(2)	02/10/2015	Common Stock	3′

Reporting Owners

Reporting Owner Name / Address	Keiauonsnips						
	Director	10% Owner	Officer	Other			
GOETZ JAMES A			SENIOR VICE PRESIDENT				
3250 LACEY ROAD, SUITE 600							

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DOWNERS GROVE, IL 60515-1700

Signatures

Sandra L. Groman by power of attorney 02/15/2005

**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) The option is exercisable in five equal annual installments beginning on the first anniversary of the date of the grant.
- (2) The stock appreciation right is exercisable in five equal annual installments beginning on the first anniversary of the date of grant.

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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