

Pauley Lisa Ann
 Form 3/A
 April 10, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol
A Pauley Lisa Ann			(Month/Day/Year)	BALL CORP [BLL]
(Last)	(First)	(Middle)	04/25/2007	4. Relationship of Reporting Person(s) to Issuer
10 LONGS PEAK DRIVE				5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)				04/30/2007
BROOMFIELD, CO 80021-2510				6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)		<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person

(Check all applicable)

Director 10% Owner

Officer Other (specify below)

VP, Administration & Compliance

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

(Instr. 5)

Stock Appreciation Rights (sars)	04/26/2007	04/26/2016	Common Stock	12,000 ⁽¹⁾	\$ 43.69	I	By Spouse ⁽²⁾
Stock Appreciation Rights (sars)	04/25/2008	04/25/2017	Common Stock	14,124 ⁽¹⁾	\$ 49.32	I	By Spouse ⁽²⁾
Stock Option (iso) (Right to Buy)	04/23/2003	04/23/2012	Common Stock	1,000 ⁽¹⁾	\$ 23.745	I	By Spouse ⁽²⁾
Stock Option (iso) (Right to Buy)	04/22/2004	04/22/2013	Common Stock	4,500 ⁽¹⁾	\$ 28.155	I	By Spouse ⁽²⁾
Stock Option (iso) (Right to Buy)	04/28/2005	04/28/2014	Common Stock	1,392 ⁽¹⁾	\$ 34.11	I	By Spouse ⁽²⁾
Stock Option (iso) (Right to Buy)	04/27/2006	04/27/2015	Common Stock	900 ⁽¹⁾	\$ 39.74	I	By Spouse ⁽²⁾
Stock Option (iso) (Right to Buy)	04/26/2007	04/26/2016	Common Stock	4,000 ⁽¹⁾	\$ 43.69	I	By Spouse ⁽²⁾
Stock Option (iso) (Right to Buy)	04/25/2008	04/25/2017	Common Stock	2,876 ⁽¹⁾	\$ 49.32	I	By Spouse ⁽²⁾
Stock Option (Right to Buy)	04/27/2000	04/28/2009	Common Stock	4,000 ⁽¹⁾	\$ 13.7813	I	By Spouse ⁽²⁾
Stock Option (Right to Buy)	04/25/2001	04/25/2010	Common Stock	3,000 ⁽¹⁾	\$ 8.2657	I	By Spouse ⁽²⁾
Stock Option (Right to Buy)	03/06/2002	03/06/2011	Common Stock	14,000 ⁽¹⁾	\$ 10.6125	I	By Spouse ⁽²⁾
Stock Option (Right to Buy)	04/23/2003	04/23/2012	Common Stock	12,000 ⁽¹⁾	\$ 23.745	I	By Spouse ⁽²⁾
Stock Option (Right to Buy)	04/22/2004	04/22/2013	Common Stock	4,500 ⁽¹⁾	\$ 28.155	I	By Spouse ⁽²⁾
Stock Option (Right to Buy)	04/28/2005	04/28/2014	Common Stock	6,608 ⁽¹⁾	\$ 34.11	I	By Spouse ⁽²⁾
Stock Option (Right to Buy)	04/27/2006	04/27/2015	Common Stock	9,100 ⁽¹⁾	\$ 39.74	I	By Spouse ⁽²⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pauley Lisa Ann 10 LONGS PEAK DRIVE BROOMFIELD, CO 80021-2510	Â	Â	Â VP, Administration & Compliance	Â

Signatures

/s/ Charles E. Baker, attorney-in-fact for Ms.
Pauley

04/10/2009

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Amending Reporting Person's Form 3 to include Spouse's previous holdings not included in the original Form 3.

(2) The reporting person expressly disclaims beneficial ownership of these securities.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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