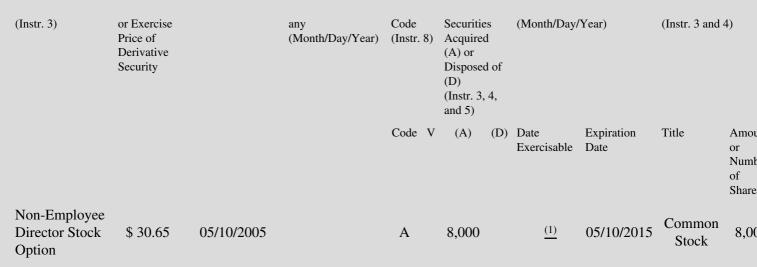
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JOHNSTON	DAVID L								
Form 4	_								
May 12, 2005									
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION							т	OMB APPROVAL	
Washington, D.C. 20549							OMB Number:	3235-0287	
Check thi if no long	or						Expires:	January 31, 2005	
subject to STATEMENT OF CHANGES IN BENEFICIA Section 16. SECURITIES Form 4 or					ICIAL OV	WNERSHIP OF	Estimated burden hou response	average urs per	
Form 5 obligatior may conti <i>See</i> Instru 1(b).	inue. Section 17(a) of the Pu		ding Cor	npany Act	nge Act of 1934, of 1935 or Section 940	on		
(Print or Type R	Responses)								
JOHNSTON DAVID L S			2. Issuer Name and Ticker or Trading Symbol MASCO CORP /DE/ [MAS]			5. Relationship of Reporting Person(s) to Issuer			
(1 +)	(Einst)					(Che	e)		
			3. Date of Earliest Transaction (Month/Day/Year) 05/10/2005			X_ Director10% Owner Officer (give titleOther (specify below)Other (specify			
(Street) 4			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
			iled(Month/Day/Year				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
WATERLO	O, A6 N2L 3G1					Person	whole than one it	eporting	
(City)	(State)	(Zip)	Table I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	2. Transaction Date (Month/Day/Year)	Execution Da any	3. ate, if Transaction Code 'Year) (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Repo	ort on a separate line	e for each class	s of securities benef	ficially own	ned directly of	or indirectly.			
Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.									
	Tab		tive Securities Acq 1ts, calls, warrants			Beneficially Owned securities)	I		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amoun
Derivative Security	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securiti

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Reporting Owners

Reporting Owner Name / Address	Relationships					
I O	Director	10% Owner	Officer	Other		
JOHNSTON DAVID L UNIVERSITY OF WATERLOO 200 UNIVERSITY AVENUE WEST WATERLOO, A6 N2L 3G1	Х					
Signatures						
Eugene A. Gargaro, Jr., by Power of Attorney		05/11/20)05			
<u>**</u> Signature of Reporting Person		Date				
Evalenation of Deene						

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 foregoing option is exercisable cumulatively in annual installments of 20% commencing 05/10/2006.
- (2) Grant of option under Masco Corporation 1997 Non-Employee Directors Stock Plan, in transactions exempt under Rule 16b-3.

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.