

Byrne Kevin W
 Form 3
 May 13, 2005

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

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 | |
| Byrne Kevin W | | (Month/Day/Year) | AVON PRODUCTS INC [AVP] | |
| (Last) | (First) | (Middle) | 05/05/2005 | |
| 1345 AVENUE OF THE AMERICAS | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| NEW YORK, NY 10105 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Vice President | |

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) |
|---------------------------------|---|--|---|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 | |

Edgar Filing: Byrne Kevin W - Form 3

(Instr. 5)

| | | | | | | | |
|-----------------------------|------------|------------|--------------|--------|----------|---|---|
| Stock Option (Right To Buy) | 03/14/2003 | 03/13/2012 | Common Stock | 12,500 | \$ 26.55 | D | Â |
| Stock Option (Right to Buy) | 01/30/2004 | 01/29/2013 | Common Stock | 2,054 | \$ 24.83 | D | Â |
| Stock Option (Right to Buy) | 03/13/2004 | 03/12/2013 | Common Stock | 13,800 | \$ 26.4 | D | Â |
| Stock Option (Right to Buy) | 03/11/2005 | 03/10/2014 | Common Stock | 18,000 | \$ 36.42 | D | Â |
| Stock Option (Right to Buy) | 03/10/2006 | 03/10/2015 | Common Stock | 21,776 | \$ 41.95 | D | Â |
| Restricted Stock Units | 03/10/2008 | 03/10/2008 | Common Stock | 2,000 | \$ 41.95 | D | Â |
| Deferred Stock Units | Â (1) | Â (1) | Common Stock | 6,000 | \$ (1) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Byrne Kevin W 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105 | Â | Â | Â Vice President | Â |

Signatures

By Gilbert L. Klemann, II,
Attorney-in-Fact

05/13/2005

__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) Units deferred under the Avon Products, Inc. Deferred Compensation Plan. Mr. Byrne also indirectly beneficially owns approximately 4,734 shares of Common Stock in the Avon Personal Savings Account Plan (401(k) Plan) as of May 6, 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.