

AMERICAN GREETINGS CORP
Form 4
July 08, 2005

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 *
WEISS ZEV

(Last) (First) (Middle)

**C/O AMERICAN GREETING
CORP, ONE AMERICAN ROAD**

(Street)

CLEVELAND, OH 44144

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
**AMERICAN GREETINGS CORP
[AM]**

3. Date of Earliest Transaction
(Month/Day/Year)
07/06/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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 Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
Class A Common Stock	07/06/2005		S	7,739	D \$ 26.6	22,966	D
Class A Common Stock	07/06/2005		S	1,500	D \$ 26.61	21,466	D
Class A Common Stock	07/06/2005		S	8,600	D \$ 26.62	12,866	D
Class A Common Stock	07/06/2005		S	2,600	D \$	10,266	D

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Common Stock						26.63			
Class A Common Stock	07/06/2005	S	3,000	D	\$ 26.64	7,266	D		
Class A Common Stock	07/06/2005	S	1,000	D	\$ 26.65	6,266	D		
Class A Common Stock	07/06/2005	S	1,200	D	\$ 26.66	5,066	D		
Class A Common Stock	07/06/2005	S	900	D	\$ 26.67	4,166	D		
Class A Common Stock	07/06/2005	S	1,700	D	\$ 26.68	2,466	D		
Class A Common Stock	07/06/2005	S	300	D	\$ 26.71	2,166	D		
Class A Common Stock	07/06/2005	S	1,400	D	\$ 26.72	766	D		
Class A Common Stock	07/06/2005	S	200	D	\$ 26.75	566	D		
Class A Common Stock	07/06/2005	S	566	D	\$ 26.88	0	D		
Class B Common Stock	07/06/2005	M	33,334	A	\$ 20.51	92,765	D		
Class B Common Stock	07/06/2005	F	25,473	D	\$ 26.84	67,292	D		
Class B Common Stock	07/06/2005	F	3,416	D	\$ 26.84	63,876	D		
Class A Common Stock						2,074	I		by Profit Shar.401-k
Class B Common Stock						7,523	I		by Profit Shar.Plan

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

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(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 Underlying (Instr. 3 and 4)			
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		
Non-Qualified Stock Option (right to buy)	\$ 10.71	07/06/2005		M		6,000	<u>(1)</u>	04/23/2011	Class A Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 13.15	07/06/2005		M		66,666	<u>(2)</u>	03/03/2013	Class A Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 13.83	07/06/2005		M		8,000	<u>(3)</u>	12/24/2011	Class A Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 14	07/06/2005		M		14,000	<u>(4)</u>	03/01/2012	Class A Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 17.063	07/06/2005		M		9,000	<u>(5)</u>	03/27/2010	Class A Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 20.51	07/06/2005		M		33,334	<u>(6)</u>	05/03/2014	Class B Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 26.34	07/06/2005		A		25,473		07/06/2005	05/03/2014	Class B Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEISS ZEV C/O AMERICAN GREETING CORP	X		Chief Executive Officer	

ONE AMERICAN ROAD
CLEVELAND, OH 44144

Signatures

By: Catherine M. Kilbane, Power of Attorney For: Zev
Weiss

07/08/2005

__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 became exercisable in two equal installments on April 23, 2002 and 2003.
- (2) The option became exercisable with respect to 33,333 shares on each of March 3, 2004 and 2005, the remaining amount to become exercisable on March 3, 2006.
- (3) The option became exercisable in two equal installments on December 24, 2002 and 2003.
- (4) The option became exercisable in two equal installments on March 2, 2003 and 2004.
- (5) The option became exercisable in three equal installments on March 27, 2001, 2002 and 2003.
- (6) The option became exercisable with respect to 33,334 shares on May 3, 2005, the remaining amount to become exercisable in two equal installments on May 3, 2006 and 2007.

Remarks:

The reporting person engaged in additional transactions on July 6, 2005, which are reported on a separate Form 4 filed on the date hereof.

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.