

AMERICAN GREETINGS CORP

Form 4

October 06, 2005

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MASON WILLIAM R

(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)
10/04/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
Senior Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock	10/04/2005		M		22,700	A	\$ 23.563
Class A Common Stock	10/04/2005		S		300	D	\$ 27.25
Class A Common Stock	10/04/2005		S		200	D	\$ 27.39
Class A Common Stock	10/04/2005		S		100	D	\$ 27.41

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Common Stock							
Class A Common Stock	10/04/2005	S	300	D	\$ 27.42	21,800	D
Class A Common Stock	10/04/2005	S	400	D	\$ 27.43	21,400	D
Class A Common Stock	10/04/2005	S	400	D	\$ 27.44	21,000	D
Class A Common Stock	10/04/2005	S	2,300	D	\$ 27.45	18,700	D
Class A Common Stock	10/04/2005	S	1,000	D	\$ 27.46	17,700	D
Class A Common Stock	10/04/2005	S	300	D	\$ 27.51	17,400	D
Class A Common Stock	10/04/2005	S	1,300	D	\$ 27.52	16,100	D
Class A Common Stock	10/04/2005	S	12,600	D	\$ 27.53	3,500	D
Class A Common Stock	10/04/2005	S	100	D	\$ 27.57	3,400	D
Class A Common Stock	10/04/2005	S	100	D	\$ 27.6	3,300	D
Class A Common Stock	10/04/2005	S	200	D	\$ 27.61	3,100	D
Class A Common Stock	10/04/2005	S	700	D	\$ 27.62	2,400	D
Class A Common Stock	10/04/2005	S	1,400	D	\$ 27.63	1,000	D
Class A Common Stock	10/04/2005	S	500	D	\$ 27.64	500	D

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Class A Common Stock	10/04/2005	S	300	D	\$ 27.66	200	D	
Class A Common Stock	10/04/2005	S	100	D	\$ 27.67	100	D	
Class A Common Stock	10/04/2005	S	100	D	\$ 27.55	0	D	
Class A Common Stock						1,060	I	by Joint Ten w. Wife

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

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SEC 1474
(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 Ar Underlying Se (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title
				Code	V (A) (D)			
Non-Qualified Stock Option (right to buy)	\$ 23.563	10/04/2005		M	22,700	03/01/1999 ⁽¹⁾	03/01/2009	Class A Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MASON WILLIAM R C/O AMERICAN GREETING CORP ONE AMERICAN ROAD CLEVELAND, OH 44144	Senior Vice President

Signatures

By: Catherine M. Kilbane, Power of Attorney For: William R.
Mason

10/06/2005

__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, granted on March 1, 1999, was exercisable in annual increments of 5,000 shares on March 1, 2000; 5,000 shares on March 1, 2001, 10,000 shares on March 1, 2002 and 10,000 shares on March 1, 2003.

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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