#### WPS RESOURCES CORP

Form 4

Stock

Common

Stock

December 10, 2004

#### **OMB APPROVAL** UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB** 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading NICK BARBARA A Issuer Symbol WPS RESOURCES CORP [WPS] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X\_ Officer (give title Other (specify 700 NORTH ADAMS STREET, P. 12/08/2004 below) below) O. BOX 19001 Vice Pres, Corporate Services (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting GREEN BAY, WI 543079001 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial Indirect (I) (Instr. 8) (Instr. 3, 4 and 5) Owned Ownership (Month/Day/Year) Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price By Common 15 Ι Custodian Stock For Son By Common Custodian

19.917

34.917

I

Ι

For Son by

By Daughter by Stock

Investment

SIP

Plan

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Common Stock	1,618.3464	I	By ESOP
Common Stock	3,254.6574	I	By Spouse by ESOP
Common Stock	113.854	I	Joint with Spouse by SIP

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. Transactic Code (Instr. 8)	5. Number conf 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 Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo Nun Shar
Employee Stock Option (Right to Buy)	\$ 48.11 (1)	12/08/2004		A	6,071	12/08/2005	12/08/2014	Common Stock	
Performance Rights	\$ 0.0001	12/08/2004		A	707	01/01/2008(2)	06/30/2008	Common Stock	
Employee Stock Option (Right to buy)	\$ 34.09 ( <u>3)</u>					12/13/2002	12/13/2011	Common Stock	
Employee Stock Option (Right to buy)	\$ 37.96 (4)					12/12/2003	12/12/2012	Common Stock	
Employee Stock Option (Right to buy)	\$ 44.73 (5)					12/10/2004	12/10/2013	Common Stock	
						12/13/2002	12/13/2011		

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Employee Stock Option (Right to buy)	\$ 34.09 ( <u>3)</u>			Common Stock	
Employee Stock Option (Right to buy)	\$ 37.96 (4)	12/12/2003	12/12/2012	Common Stock	
Employee Stock Option (Right to buy)	\$ 44.73 (5)	12/10/2004	12/10/2013	Common Stock	
Performance Rights	\$ 0	01/01/2005(2)	06/30/2005	Common Stock	
Performance Rights	\$ 0	01/01/2006(2)	06/30/2006	Common Stock	
Performance Rights	\$ 0	01/01/2007(2)	06/30/2007	Common Stock	
Phantom Stock Unit	\$ 0 <u>(6)</u>	<u>(7)</u>	<u>(7)</u>	Common Stock	2,0

# **Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

NICK BARBARA A 700 NORTH ADAMS STREET P. O. BOX 19001 GREEN BAY, WI 543079001

Vice Pres, Corporate Services

## **Signatures**

By: Barth J. Wolf (See POA filed August 2002)

\*\*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 vests in four equal annual installments beginning on December 8, 2005.
- (2) Performance shares vest and are issued three years after the performance shares are awarded and the final number of shares issued is determined based on company performance against an established industry benchmark.
- (3) The option vests in four equal annual installments beginning on December 13, 2002.
- (4) The option vests in four equal annual installments beginning on December 12, 2003.
- (5) The option vests in four equal annual installments beginning on December 10, 2004.

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- (6) These phantom stock units convert to common stock on a one-for-one basis.
- (7) Unless the participant has selected a later commencement date, distribution of stock and equivalents will commence within 60 days following the end of the calendar year in which occurs the participant's retirement or termination of service.

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.