MEINZ THOMAS P

Form 4

February 22, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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OMB APPROVAL

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SECURITIES

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 * MEINZ THOMAS P			2. Issuer Name and Ticker or Trading Symbol WPS RESOURCES CORP [WPS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
700 NORTH ADAMS STREET, P. O. BOX 19001			(Month/Day/Year) 02/18/2005	Director 10% OwnerX Officer (give title Other (specify below) Executive VP - Public Affairs			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)			
GREEN BAY, WI 543079001				_X_ Form filed by One Reporting Person Form filed by More than One Reporting 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 Acquired (A) 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) (Instr. 3, 4 and 5) Code Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount Price Common \$ 53.21 02/18/2005 M 3,055 A 3,249 D Stock Common 949 02/18/2005 S D 2,300 D 52.5028 Stock Common Ι 5,551.5252 By ESOP Stock Joint with Common 610 Ι Stock Mother Common 1,509.862 I Joint with Stock Mother By

Stk

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Investment Plan

(9-02)

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

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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. Transacti Code (Instr. 8)	onof D Secu Acq (A) (Disp (D)	urities uired or posed of tr. 3, 4,	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
Performance Rights	(1)	02/18/2005		M		1,771	01/01/2005(1)	06/30/2005	Common Stock	
Employee Stock Option (Right to buy)	\$ 34.75 (2)						12/14/2001	12/14/2010	Common Stock	
Employee Stock Option (Right to buy)	\$ 34.09 (3)						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	
Employee Stock Option (Right to Buy)	\$ 48.11 (6)						12/08/2005	12/08/2014	Common Stock	
Performance Rights	\$ 0 (1)						01/01/2006(1)	06/30/2006	Common Stock	

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Performance Rights	\$ 0 <u>(1)</u>	01/01/2007(1)	06/30/2007	Common Stock	
Performance Rights	\$ 0 <u>(1)</u>	01/01/2008(1)	06/30/2008	Common Stock	
Phantom Stock Unit	\$ O (7)	(8)	(8)	Common Stock	12,

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MEINZ THOMAS P 700 NORTH ADAMS STREET P. O. BOX 19001 GREEN BAY, WI 543079001

Executive VP - Public Affairs

Signatures

By: Barth J. Wolf (See POA filed August 2002) 02/22/2005

**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).
- 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.
- (2) The option vests in four equal annual installments beginning on December 14, 2001.
- (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.
- (6) The option vests in four equal annual installments beginning on December 8, 2005.
- (7) These phantom stock units convert to common stock on a one-for-one basis.
- (8) 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.

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