FORD DIANE L Form 4 May 12, 2005

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

Form 4 or Form 5 obligations STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response...

may continue. See Instruction

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

0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * FORD DIANE L			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) 05/10/2005	Director 10% Owner _X_ Officer (give title Other (specify below) VP-Controller & Chf Acctg Off			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Chec			
GREEN BAY, WI 543079001			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Ac	quired, Disposed of, or Beneficially Owned			

(City)	(State)	(Zip) 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. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	05/10/2005		M	3,000	A	\$ 23.1875	5,875	D			
Common Stock	05/10/2005		S	3,000	D	\$ 53.7097	2,875	D			
Common Stock							2,218.9218	I	By ESOP		
Common Stock							102.411	I	By Stock Investment Plan		

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

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SEC 1474 (9-02)

$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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)	Secur Acqui (A) or	rivative ities ired rosed of . 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
Employee Stock Option (Right to buy)	\$ 23.1875 (1)	05/10/2005		M		3,000	03/13/2001	03/13/2010	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 <u>(7)</u>						01/01/2006(7)	06/30/2006	Common Stock	
Performance Rights	\$ 0 (7)						01/01/2007(7)	06/30/2007	Common Stock	

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Performance Rights	\$ 0 <u>(7)</u>	01/01/2008(7)	06/30/2008	Common Stock	
Phantom Stock Unit	\$ 0 <u>(8)</u>	<u>(9)</u>	<u>(9)</u>	Common Stock	6,

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FORD DIANE L 700 NORTH ADAMS STREET P. O. BOX 19001 GREEN BAY, WI 543079001

VP-Controller & Chf Acctg Off

Signatures

By: Barth J. Wolf (See POA filed in August 2002) 05/12/2005

**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 vests in four equal annual installments beginning on March 13, 2001.
- (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) 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.
- (8) These phantom stock units convert to common stock on a one-for-one basis.
- (9) 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.

Reporting Owners 3