

WESSNER DAVID K
Form 4
August 18, 2006

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 *
WESSNER DAVID K

2. Issuer Name and Ticker or Trading Symbol
SERVICEMASTER CO [SVM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3250 LACEY ROAD, SUITE 600
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/17/2006

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

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

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

DOWNERS
GROVE, IL 60515-1700

(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. 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (D) Price | | | |
| Common stock \$.01 par value | | | | | 16,569 | D | |
| Common stock \$.01 par value | 08/17/2006 | | S | 8,100 D \$ 10.9872 | 170,300 | I | by Trust for self |
| Common stock \$.01 par value | 08/17/2006 | | S | 8,100 D \$ 10.9872 | 170,300 | I | by trust for spouse |
| Common stock \$.01 par value | 08/17/2006 | | S | 3,900 D \$ 10.9872 | 18,946 | I | Cust. for children |

par value

Common stock \$.01 par value

63,199 ⁽¹⁾ I

Dir. Def Fee Trust

Common stock \$.01 par value

545,620 I

Director Investment Co.

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

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

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 Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options (Right to buy) | \$ 8.4788 | | | | | 09/30/2000 | 09/29/2010 | Common Stock | 7,018 |
| Stock Options (Right to buy) | \$ 9.21 | | | | | 12/31/2002 | 12/31/2012 | Common Stock | 11,728 |
| Stock Options (Right to buy) | \$ 9.2593 | | | | | 02/16/1997 | 02/15/2006 | Common Stock | 10,125 |
| Stock Options (Right to buy) | \$ 9.7856 | | | | | 03/31/2000 | 03/30/2010 | Common Stock | 7,962 |
| | \$ 10.02 | | | | | 04/27/2002 | 04/26/2008 | | 15,000 |

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| | | | | | |
|---------------------------------------|------------|------------|------------|--------------|--------|
| Stock Options (Right to buy) | | | | Common Stock | |
| Stock Options (Right to buy) | \$ 10.2319 | 06/30/2000 | 06/29/2010 | Common Stock | 9,830 |
| Stock Options (Right to buy) | \$ 13.2069 | 09/30/1999 | 09/29/2009 | Common Stock | 4,505 |
| Stock Options (Right to buy) | \$ 15.5231 | 06/30/1999 | 06/29/2009 | Common Stock | 3,833 |
| Stock Options (Right to buy) | \$ 15.7392 | 03/31/1998 | 03/30/2008 | Common Stock | 3,780 |
| Stock Options (Right to buy) | \$ 17.1913 | 03/31/1999 | 03/30/2009 | Common Stock | 6,922 |
| Stock Options (Right to buy) | \$ 18.0413 | 09/30/1998 | 09/29/2008 | Common Stock | 3,298 |
| Stock Options (Right to buy) | \$ 18.6788 | 12/31/1998 | 12/30/2008 | Common Stock | 3,489 |
| Stock Options (Right to buy) | \$ 19.3588 | 06/30/1998 | 06/29/2008 | Common Stock | 2,781 |
| 2001 Dir. Stock Option (Right to Buy) | \$ 8.4 | 04/01/2003 | 03/31/2013 | Common Stock | 18,243 |
| 2001 Dir. Stock Option (Right to Buy) | \$ 8.63 | 09/30/2003 | 09/29/2013 | Common Stock | 9,868 |
| | \$ 9.02 | 06/30/2003 | 06/29/2013 | | 10,063 |

| | | | | | | |
|---|-----------|--|------------|------------|-----------------|--------|
| 2001 Dir. Stock Option (Right to Buy) | | | | | Common Stock | |
| 2001 Dir. Stock Option (Right to Buy) | \$ 9.94 | | 12/31/2003 | 12/30/2013 | Common Stock | 6,286 |
| 2001 Dir. Stock Option (Right to Buy) | \$ 9.96 | | 05/21/2004 | 05/20/2013 | Common Stock | 7,500 |
| 2001 Dir. Stock Option (Right to Buy) | \$ 11.46 | | 07/01/2002 | 06/30/2012 | Common Stock | 7,426 |
| 2001 Dir. Stock Option (Right to Buy) | \$ 11.6 | | 04/01/2002 | 03/31/2012 | Common Stock | 19,048 |
| 2001 Dir. Stock Option (Right to Buy) | \$ 13.44 | | 02/11/2006 | 02/10/2015 | Common Stock | 12,277 |
| 2001 Dir. Stock Option (Right to Buy) | \$ 13.972 | | 04/15/2002 | 04/14/2009 | Common Stock | 15,000 |
| Non-Employee Dir.Dis. Option (Right to Buy) | \$ 9.1 | | 09/30/2002 | 09/29/2012 | Common Stock | 11,801 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WESSNER DAVID K 3250 LACEY ROAD, SUITE 600 DOWNERS GROVE, IL 60515-1700 | X | | | |

Signatures

Jim Kaput by power of
attorney

08/18/2006

__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) Directors Deferred Fee Trust includes 1,082 shares acquired through the dividend reinvestment feature of the plan during the months of August and December 2005.

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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