

SERVICEMASTER CO

Form 4

February 16, 2006

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 *
Isakson Michael M

(Last) (First) (Middle)

3250 LACEY ROAD, SUITE 600

(Street)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2006

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 ____ Other (specify
below) below)
Pres & COO ServiceMaster Clean

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 (A) or (D)	Price	
Common stock \$.01 par value	02/14/2006		A		8,333	A \$ 0	160,386 D
Common stock \$.01 par value							1,567 I by spouse
Common stock \$.01 par value							2,149 ⁽¹⁾ I 401(k) plan
Common							3,284 I by spouse

stock \$.01
par value

and
children

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 Amount Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
1997 Option Plan (Right to Buy)	\$ 11.2222					02/13/1998 02/12/2007	Common stock \$.01 par value	36,000
1998 Empl. Stock Option(Right to Buy)	\$ 18.075					01/29/2000 01/28/2009	Common stock \$.01 par value	35,000
1998 Empl. Stock Option(Right to Buy)	\$ 18.2583					02/16/1999 02/15/2008	Common stock \$.01 par value	22,500
WSH Empl. Stock Option (Right to Buy)	\$ 13.87					05/04/2000 05/03/2006	Common stock \$.01 par value	54,000
2000 Employee Stock Option (Right to Buy)	\$ 8.75					08/08/2001 08/07/2007	Common stock \$.01 par value	30,000
2000 Employee Stock Option (Right to	\$ 9.88					03/18/2004 03/17/2013	Common stock \$.01 par value	16,000

Buy)

2000

Employee

Stock Option \$ 10.52

(Right to

Buy)

03/16/2002 03/15/2008

Common
stock
\$.01 par
value

30,0

2000

Employee

Stock Option \$ 13.83

(Right to

Buy)

02/08/2003 02/07/2009

Common
stock
\$.01 par
value

25,0

2003 EIP

Stock

Appreciation \$ 10.73

Right

02/13/2005 02/12/2014

Common
stock
\$.01 par
value

17,5

2003 EIP

Stock

Appreciation \$ 12.45 02/14/2006

Right

A

25,000

02/14/2007 02/13/2016

Common
Stock

25,0

2003 EIP

Stock

Appreciation \$ 13.44

Right

02/11/2006 02/10/2015

Common
stock
\$.01 par
value

20,0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Isakson Michael M 3250 LACEY ROAD, SUITE 600 DOWNERS GROVE, IL 60515-1700			Pres & COO ServiceMaster Clean	

Signatures

Sandra L. Groman by power of
attorney

02/16/2006

__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) Includes 17 shares purchased through the ServiceMaster Profit Sharing and Retirement Plan during the months of June through December 2005.

(2) The stock appreciation right is exercisable in five equal annual installments beginning on the first anniversary of the date of grant.

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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