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SERVICEMASTER CO

Form 3

March 09, 2006

FORM 3

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

OMB APPROVAL

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SECURITIES

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement SERVICEMASTER CO [SVM] **SUTTON DENNIS R** (Month/Day/Year) 02/28/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 3250 LACEY ROAD, SUITE (Check all applicable) 600 (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting CHIEF OPERATING OFFICER Person **DOWNERS** Form filed by More than One GROVE. ILÂ 60515-1700 Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â D Common stock \$.01 par value 27,397 Common stock \$.01 par value 339 I by 401(k) Plan Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

required to respond unless the form displays a

currently valid OMB control number.

1. Title of Derivative Security 2. Date Exercisable and 3. Title and Amount of 5. 6. Nature of Indirect (Instr. 4) **Expiration Date** Securities Underlying Conversion Ownership Beneficial (Month/Day/Year) **Derivative Security** or Exercise Ownership Form of (Instr. 4) Price of Derivative (Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
1998 Non-Qual.Stock Option (Right to Buy)	08/08/2001	08/07/2007	Common stock \$.01 par value	6,400	\$ 8.75	D	Â
1998 Non-Qual.Stock Option (Right to Buy)	04/03/2001	04/02/2010	Common stock \$.01 par value	7,500	\$ 11.4125	D	Â
1998 Non-Qual.Stock Option (Right to Buy)	01/29/2000	01/28/2009	Common stock \$.01 par value	7,500	\$ 18.075	D	Â
1998 Non-Qual.Stock Option (Right to Buy)	01/29/2000	01/28/2009	Common stock \$.01 par value	7,500	\$ 18.075	D	Â
1998 Non-Qual.Stock Option (Right to Buy)	02/16/1999	02/15/2008	Common stock \$.01 par value	11,250	\$ 18.2583	D	Â
1998 Emplee. Stock Option(Right to Buy)	01/29/2000	01/28/2009	Common stock \$.01 par value	2,400	\$ 18.075	D	Â
2000 Emplee Stock Option (Right to Buy)	03/18/2004	03/17/2013	Common stock \$.01 par value	8,000	\$ 9.88	D	Â
2000 Emplee Stock Option (Right to Buy)	02/08/2003	02/07/2009	Common stock \$.01 par value	20,000	\$ 13.83	D	Â
WSH Emplee Stock Option (Right to Buy)	05/04/2001	05/03/2006	Common stock \$.01 par value	270	\$ 270	D	Â
2003 EIP Stock Appreciation Right	02/13/2005	02/12/2014	Common stock \$.01 par value	6,000	\$ 10.73	D	Â
2003 EIP Stock Appreciation Right	02/14/2007	02/13/2016	Common stock \$.01 par value	25,000	\$ 12.45	D	Â
2003 EIP Stock Appreciation Right	02/11/2006	02/10/2015	Common stock \$.01 par value	15,000	\$ 13.44	D	Â
2003 EIP Employee Stock Option (Right to Buy)	11/22/2005	11/21/2014	Common stock \$.01 par value	25,000	\$ 12.91	D	Â

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer

Other

SUTTON DENNIS R 3250 LACEY ROAD, SUITE 600 DOWNERS GROVE, ILÂ 60515-1700

 \hat{A} \hat{A} \hat{A} CHIEF OPERATING OFFICER \hat{A}

Signatures

SANDRA GROMAN 03/09/2006

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

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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