

Marks Terrance M  
Form 3  
February 24, 2005

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Marks Terrance M		(Month/Day/Year)	COCA COLA ENTERPRISES INC [CCE]	
(Last)	(First)	(Middle)	02/15/2005	
2500 WINDY RIDGE PARKWAY			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
ATLANTA, Â GA Â 30339			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			SrVP & Pres., No. Am. Bus Unit	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	56,500	D	Â
Common Stock	1,313	I	By 401(k) and Supplemental 401(k)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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.**

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

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

Edgar Filing: Marks Terrance M - Form 3

	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
1997 Stock Options - 1998 Grant - Tranche 1	01/02/1999	01/02/2008	Common Stock	2,700	\$ 40.1422	D	Â
1997 Stock Options - 1998 Grant - Tranche 2	01/02/1999	01/02/2008	Common Stock	2,700	\$ 46.1635	D	Â
1997 Stock Options - 1998 Grant - Tranche 3	01/02/1999	01/02/2008	Common Stock	2,700	\$ 53.088	D	Â
1997 Stock Options - 1998 Grant - Tranche 4	01/02/1999	01/02/2008	Common Stock	2,700	\$ 61.0512	D	Â
1997 Stock Options - 1998 Grant - Tranche 5	01/02/1999	01/02/2008	Common Stock	2,700	\$ 70.2089	D	Â
1999 Premium/Svc Options - Tranch 1	01/04/2000	01/04/2009	Common Stock	3,000	\$ 40.3218	D	Â
1999 Premium/Svc Options - Tranch 2	01/04/2000	01/04/2009	Common Stock	3,000	\$ 46.37	D	Â
1999 Premium/Svc Options - Tranch 3	01/04/2000	01/04/2009	Common Stock	3,000	\$ 53.3255	D	Â
1999 Premium/Svc Options - Tranch 4	01/04/2000	01/04/2009	Common Stock	3,000	\$ 61.3243	D	Â
1999 Premium/Svc Options - Tranch 5	01/04/2000	01/04/2009	Common Stock	3,000	\$ 70.5229	D	Â
2000 Grant 1999 Premium/Svc. Options - Tranch 1	12/14/2000	12/14/2009	Common Stock	17,000	\$ 18.0938	D	Â
2000 Grant 1999 Premium/Svc. Options - Tranch 2	12/14/2000	12/14/2009	Common Stock	17,000	\$ 20.8079	D	Â
2000 Grant 1999 Premium/Svc. Options - Tranch 3	12/14/2000	12/14/2009	Common Stock	17,000	\$ 23.9291	D	Â
2000 Grant 1999 Premium/Svc. Options - Tranch 4	12/14/2000	12/14/2009	Common Stock	17,000	\$ 27.5184	D	Â
2000 Grant 1999 Premium/Svc. Options - Tranch 5	12/14/2000	12/14/2009	Common Stock	17,000	\$ 31.6462	D	Â
2001 Stock Option - Subgrant 1	01/02/2002 <sup>(1)</sup>	01/02/2011	Common Stock	7,600	\$ 18.6563	D	Â

Edgar Filing: Marks Terrance M - Form 3

2001 Stock Option - Subgrant 2	01/02/2002 <sup>(1)</sup>	01/02/2011	Common Stock	7,600	\$ 20.5219	D	Â
2001 Stock Option - Subgrant 3	01/02/2002 <sup>(1)</sup>	01/02/2011	Common Stock	7,600	\$ 22.5741	D	Â
2001 Stock Option - Subgrant 4	01/02/2002 <sup>(1)</sup>	01/02/2011	Common Stock	7,600	\$ 24.8315	D	Â
2001 Stock Option - Subgrant 5	01/02/2002 <sup>(1)</sup>	01/02/2011	Common Stock	7,600	\$ 27.3147	D	Â
2002 Stock Option Grant (right to buy)	Â <sup>(2)</sup>	02/01/2012	Common Stock	28,300	\$ 16.11	D	Â
2003 Stock Option Award	02/03/2004 <sup>(3)</sup>	02/03/2013	Common Stock	25,000	\$ 21.945	D	Â
2004 Stock Option Grant (right to buy)	02/26/2005 <sup>(4)</sup>	02/26/2014	Common Stock	32,000	\$ 23.61	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Marks Terrance M 2500 WINDY RIDGE PARKWAY ATLANTA, GA 30339	Â	Â	Â SrVP & Pres., No. Am. Bus Unit	Â

## Signatures

/s/ Marks,  
Terrance M. 02/23/2005

\_\_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).
- (1) 25% per year after one, two, three and four years, measured from January 2, 2001
- (2) The options vest one-third per year after one, two and three years, measured from February 1, 2002.
- (3) One-third per year after one, two and three years, measured from grant date; or upon death, disability or retirement.
- (4) One-third of the options vest on the first, second and third anniversaries of the grant date.

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.