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FITZSIMMONS ELLEN M

Form 4

Common

Stock

December 27, 2005

	27, 2003												
FORM	14 HALTED	CT A TEC	SECU	DITIES	AND EV	CIL	OMMICCION	OMB APPROVAL					
	Washington, D.C. 20549							OMMISSION	OMB Number:	3235-0287			
Check of if no los subject Section Form 4 Form 5 obligation may co See Install (b). Print or Type 1. Name and FITZSIMN (Last) 500 WATI FLOOR	nger STATE	MENT OF CHANGES IN BENEFICIAL OWN						NERSHIP OF	Expires:	January 31 2005 d average			
Section Form 4 Form 5 obligati may con See Inst	or Filed pu ons Section 17	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 20(b) of the Investment Company Act of 1940											
Print or Type	Responses)												
1. Name and Address of Reporting Person * FITZSIMMONS ELLEN M				er Name a CORP [C	nd Ticker o	r Trad	ling	5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First)	Middle)	Middle) 3. Date of Earliest Transaction					(Check all applicable)					
500 WATI FLOOR	Day/Year) 2005)			Director 10% Owner _X_ Officer (give title Other (specify below) Senior Vice President - Law								
	(Street)			nendment, onth/Day/Y	Date Origin	al		6. Individual or Jo Applicable Line) _X_ Form filed by					
JACKSON	IVILLE, FL 3220	2						Form filed by M Person	More than One	Reporting			
(City)	(State)	(Zip)	Tal	ble I - Non	ı-Derivative	Secu	ırities Acqı	uired, Disposed o	f, or Benefic	ially Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution I any (Month/Day	Date, if	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				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)			
Common Stock	12/22/2005			A A	Amount 20,620 (1)	(D)	Price \$ 50.425	37,620	D				
Common Stock								540.016	D				
Common Stock								3,319.0318	I	CSX Corporation Executives Stock Trust			

CSX

Corporation

1,534.4508 I

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401(k) Plan

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)	4. Transaction Code (Instr. 8)	5. tionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S	ate	Amou Under Secur	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	/ (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FITZSIMMONS ELLEN M 500 WATER STREET 15TH FLOOR JACKSONVILLE, FL 32202

Senior Vice President - Law

Signatures

Ellen M.

Fitzsimmons 12/27/2005

**Signature of Date

Reporting Person

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) Restricted grant of 20,620 shares on 12/22/2005, vesting 5,155 shares on each of 12/22/2005, 12/22/2006, 12/22/2007, and 12/22/2008.
- (2) By Trustee, CSX Corporation Executives Stock Trust.

Reporting Owners 2

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(3) By Trustee, CSX Corporation 401(k) Plan.

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.