#### Edgar Filing: ESSEX CORP - Form 4

ESSEX CORP Form 4											
September 22,									OMB A	PPROVAL	
FORM	<b>4</b> UNITED S	TATES					GE CO	OMMISSION	OMB	3235-0287	
Check this if no longer subject to Section 16. Form 4 or										Number: January 31, Expires: January 31, 2005 Estimated average burden hours per response 0.5	
	Form 5 obligations may continue. See Instruction 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							0.0			
(Print or Type Re	sponses)										
1. Name and Address of Reporting Person <u>*</u> KEELER RAY M			8					5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) ( ( ( (Street) 2			3. Date of Earliest Transaction (Month/Day/Year) 09/20/2005				(Check all applicable) <u>X</u> Director Officer (give title <u>10%</u> Owner Other (specify below)				
			Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State) (Z	Zip)	Table 1	I - Non-De	rivative Se	ecurit	ies Acqu	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution D any (Month/Day			on Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)					6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Essex				Code V	Amount		Price	(Instr. 3 and 4)			
Corporation Common Stock	09/20/2005			М	5,000	A	\$ 3	12,500	D		
Essex Corporation Common Stock	09/20/2005			S	5,000	D	\$ 23.91	7,500	D		
Essex Corporation Common Stock								1,500	I	w/spouse	

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

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# 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. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	1		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 Option	\$ 3	09/20/2005		М	5,000	11/13/1996	11/12/2006	Common Stock	5,000

## **Reporting Owners**

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
KEELER RAY M				
	Х			
Ciamoturao				

### **Signatures**

Kimberly Dechello, by POA 09/21/2005 \*\*Signature of Reporting Date

\*\*Signature of 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).

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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