CUMMINS EDGAR J

Form 4

December 22, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

5. Relationship of Reporting Person(s) to

3235-0287

January 31, Expires: 2005

OMB APPROVAL

burden hours per response... 0.5

Estimated average

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction

1. Name and Address of Reporting Person *

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

2. Issuer Name and Ticker or Trading

1(b).

Common

Stock

(Print or Type Responses)

CUMMINS EDGAR J		Symb					Issuer			
			OPER COMI	PANIES	INC [[COO]	(Check all applicable)			
(Last)	(First) (M	liddle) 3. Da	3. Date of Earliest Transaction				(The state of the state of			
			nth/Day/Year)				_X_ Director 10% Owner			
939 SANDCASTLE DRIVE		12/2	2/2005				Officer (give title below) Other (specify below)			
(Street)			Amendment, D	ate Origina	1		6. Individual or Joint/Group Filing(Check			
		Filed	(Month/Day/Yea	r)			Applicable Line)			
CORONA D	DEL MAR, CA 92	2625					_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of		ction Date 2A. Deemed 3. 4. Securities Acquir				-	5. Amount of		7. Nature of	
Security	(Month/Day/Year)	Execution Date	e, if Transact Code	on(A) or D (D)	ispose	d of	Securities Paraficially	Form: Direct	Indirect Beneficial	
(Instr. 3)		any (Month/Day/Y		` '			Beneficially Owned	(D) or Indirect (I)	Ownership	
		•	, , ,	(,,			Following	(Instr. 4)	(Instr. 4)	
					(A)		Reported			
			Code V	' Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	12/22/2005	12/22/2005	S	5,000	D	\$ 49.9	24,890	D		
Common Stock	12/22/2005	12/22/2005	S	5,000	D	\$ 50.5	19,890	D		
Common Stock	12/22/2005	12/22/2005	S	5,000	D	\$ 51	14,890	D		

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

1995

Trust

Family

193

Ι

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	xecution Date, if Transaction		onNumber Expiration Date		Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr.	. 3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	Title	or Number		
						Exercisable	Date	Title	of		
				Codo V	(A) (D)						
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CUMMINS EDGAR J
939 SANDCASTLE DRIVE X
CORONA DEL MAR, CA 92625

Signatures

Edgar J Cummins 12/22/2005

**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).

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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