OFFICEMAX INC
Form 4
January 04, 2005

FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

STATEMENT OF CHANGES IN 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

OMB APPROVAL	
OMB Number:	3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person [*] SHAW JANE E	2. Issuer Name **and** Ticker or Trading Symbol OFFICEMAX INC [OMX]	5. Relationship of Reporting Person(s) to Issuer
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2004	(Check all applicable)
AEROGEN, INC., 2071 STIERLIN COURT		__X__ Director _____ 10% Owner _____ Officer (give title _____ Other (specify below) below)
(Street)	4. If Amendment, Date Original 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
MOUNTAIN VIEW, CA 94043		
(City) (State) (Zip)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								1,085	D	

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

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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 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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. D S (
								Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
				Code	V	(A)	(D)					
Purchase Option	$ 2.5							07/01/1995	(1)	Common Stock	54	
Purchase Option	$ 2.5							07/01/1996	(1)	Common Stock	990	
Purchase Option	$ 2.5							07/01/1997	(1)	Common Stock	732	
Purchase Option	$ 2.5							07/01/1998	(1)	Common Stock	666	
Purchase Option	$ 2.5							07/01/1999	(1)	Common Stock	921	
Purchase Option	$ 2.5							07/01/2000	(1)	Common Stock	735	
Purchase Option	$ 2.5							07/01/2001	(1)	Common Stock	1,278	
Purchase Option	$ 2.5							07/01/2002	(1)	Common Stock	1,044	
Purchase Option	$ 2.5							07/01/2003	(1)	Common Stock	1,118	
Purchase Option	$ 2.5							07/01/2004	(1)	Common Stock	1,682	
Purchase Option	$ 2.5	12/31/2004		A		1,597		07/01/2005	(1)	Common Stock	1,597	
Stock Option (Right to Buy)	$ 41.875							08/01/1996	07/31/2005	Common Stock	1,000	
Stock Option (Right to Buy)	$ 32.5							08/01/1997	07/31/2006	Common Stock	1,500	
Stock Option	$ 37.0625							08/01/1998	07/31/2007	Common Stock	1,500	

Stock Option (Right to Buy)							
Stock Option (Right to Buy)	$ 28			08/01/1999	07/31/2008	Common Stock	1,500
Stock Option (Right to Buy)	$ 38.75			07/30/2000	07/30/2009	Common Stock	1,500
Stock Option (Right to Buy)	$ 27.625			07/31/2001	07/31/2010	Common Stock	2,000
Stock Option (Right to Buy)	$ 36.2			07/31/2002	07/31/2011	Common Stock	2,000
Stock Option (Right to Buy)	$ 28.99			07/31/2003	07/31/2012	Common Stock	2,500
Stock Option (Right to Buy)	$ 24.79			07/31/2004	07/31/2013	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHAW JANE E AEROGEN, INC. 2071 STIERLIN COURT MOUNTAIN VIEW, CA 94043	X			

Signatures

/s/ Matthew R. Broad POA for Jane E. Shaw	01/04/2005
**Signature of Reporting Person	Date

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)   Option expires three years following option holder's termination as a director of the company.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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Explanation of Responses: 4