

Embarq CORP
Form 4
May 19, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BLESSING WILLIAM R

(Last) (First) (Middle)

5454 W 110TH STREET

(Street)

OVERLAND PARK, KS 66211

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Embarq CORP [EQ]

3. Date of Earliest Transaction (Month/Day/Year)
05/17/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
SVP, Corp Strategy/Development

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. D
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
NQ Stock Option (right to buy)	\$ 72.44	05/17/2006	A	3,605					<u>(1)</u>	02/08/2009	Common Stock	3,605
NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	511					<u>(1)</u>	02/08/2010	Common Stock	511
NQ Stock Option (right to buy)	\$ 91.36	05/17/2006	A	713					<u>(1)</u>	02/08/2010	Common Stock	713
NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	770					<u>(1)</u>	02/08/2010	Common Stock	770
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006	A	1,074					<u>(1)</u>	02/08/2010	Common Stock	1,074
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006	A	1,399					<u>(1)</u>	08/07/2010	Common Stock	1,399
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006	A	1,413					<u>(1)</u>	05/11/2011	Common Stock	1,413
NQ Stock Option (right to	\$ 91.38	05/17/2006	A	1,547					<u>(1)</u>	05/11/2011	Common Stock	1,547

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buy)									
NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	1,884	<u>(1)</u>	05/11/2011	Common Stock	1,884	
NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	2,062	<u>(1)</u>	05/11/2011	Common Stock	2,062	
NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	2,798	<u>(1)</u>	08/07/2010	Common Stock	2,798	
NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	4,304	<u>(1)</u>	01/24/2010	Common Stock	4,304	
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006	A	5,381	<u>(1)</u>	05/11/2011	Common Stock	5,381	
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006	A	5,650	<u>(1)</u>	01/24/2010	Common Stock	5,650	
NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	5,919	<u>(1)</u>	01/03/2010	Common Stock	5,919	
NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	7,533	<u>(1)</u>	05/11/2011	Common Stock	7,533	
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006	A	11,031	<u>(1)</u>	01/03/2010	Common Stock	11,031	

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NQ Stock Option (right to buy)	\$ 46.09	05/17/2006	A	1,319	<u>(1)</u>	02/11/2012	Common Stock	1,319
NQ Stock Option (right to buy)	\$ 57.97	05/17/2006	A	18,026	<u>(1)</u>	02/08/2009	Common Stock	18,026
NQ Stock Option (right to buy)	\$ 57.97	05/17/2006	A	4,040	<u>(1)</u>	02/08/2009	Common Stock	4,040
NQ Stock Option (right to buy)	\$ 57.97	05/17/2006	A	6,023	<u>(1)</u>	02/08/2009	Common Stock	6,023
NQ Stock Option (right to buy)	\$ 16.08	05/17/2006	A	2,108	<u>(2)</u>	03/27/2013	Common Stock	2,108
NQ Stock Option (right to buy)	\$ 21.9	05/17/2006	A	4,217	<u>(2)</u>	03/27/2013	Common Stock	4,217
NQ Stock Option (right to buy)	\$ 33.86	05/17/2006	A	2,757	<u>(3)</u>	02/10/2014	Common Stock	2,757
NQ Stock Option (right to buy)	\$ 33.34	05/17/2006	A	5,515	<u>(3)</u>	02/10/2014	Common Stock	5,515
NQ Stock Option (right to buy)	\$ 49.72	05/17/2006	A	15,256	<u>(4)</u>	02/08/2015	Common Stock	15,256

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BLESSING WILLIAM R 5454 W 110TH STREET OVERLAND PARK, KS 66211			SVP,Corp Strategy/Development	

Signatures

Tracy D. Mackey,
Attorney-in-fact

05/19/2006

__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 is fully vested and exercisable immediately.
- (2) Option will be fully vested on 03/27/07.
- (3) Option vests in 2 equal installments on 02/10/07 and 02/10/08.
- (4) Option vests in 4 equal annual installments beginning 02/08/06.

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.