

COMMERCIAL FEDERAL CORP
Form 4
April 15, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GRIFFIN SHARON MARVIN

2. Issuer Name and Ticker or Trading Symbol
COMMERCIAL FEDERAL CORP
[CFB]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
450 REGENCY
PARKWAY, ATRIUM WEST
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/13/2005

Director 10% Owner
 Officer (give title below) Other (specify below)

OMAHA, NE 68114

(City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	04/13/2005		M			1,565	A	\$ 16.3	34,697	D	
Common Stock	04/13/2005		M			4,500	A	\$ 22.17	39,197	D	
Common Stock	04/13/2005		M			5,000	A	\$ 22.54	44,197	D	
Common Stock	04/13/2005		M			1,273	A	\$ 17.67	45,470	D	
Common Stock	04/13/2005		M			1,230	A	\$ 17.67	46,700	D	

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Common Stock	04/13/2005		M	1,142	A	\$ 18.4	47,842	D
Common Stock	04/13/2005		M	1,270	A	\$ 20.06	49,112	D
Common Stock	04/13/2005		M	1,146	A	\$ 20.96	50,258	D
Common Stock	04/13/2005		M	5,000	A	\$ 22	55,258	D
Common Stock	04/13/2005		M	1,039	A	\$ 20.22	56,297	D
Common Stock	04/13/2005		M	1,026	A	\$ 20.47	57,323	D
Common Stock	04/13/2005		M	5,000	A	\$ 24.19	62,323	D
Common Stock	04/13/2005		M	900	A	\$ 21.23	63,223	D
Common Stock	04/13/2005		M	1,123	A	\$ 20.06	64,346	D
Common Stock	04/13/2005		M	1,001	A	\$ 17.99	65,347	D
Common Stock	04/13/2005		M	1,042	A	\$ 17.29	66,389	D
Common Stock	04/13/2005		M	1,133	A	\$ 16.88	67,522	D
Common Stock	04/13/2005		M	1,019	A	\$ 17.66	68,541	D
Common Stock	04/13/2005		S	35,409	D	\$ 27	33,132	D

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

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(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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. D S (I
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(Instr. 3, 4,
and 5)

				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 20.22	04/13/2005		M			1,039	09/30/2004	09/30/2014	Common Stock	1,039
Stock Option (right to buy)	\$ 22.17	04/13/2005		M			4,500	05/14/1997	05/14/2007	Common Stock	4,500
Stock Option (right to buy)	\$ 24.19	04/13/2005		M			5,000	05/12/1999	05/12/2009	Common Stock	5,000
Stock Option (Right to Buy)	\$ 17.67	04/13/2005		M			1,230	09/30/1999	09/30/2009	Common Stock	1,230
Stock Option (Right to Buy)	\$ 22	04/13/2005		M			5,000	03/01/2001	03/01/2011	Common Stock	5,000
Stock Option (Right to Buy)	\$ 17.29	04/13/2005		M			1,042	09/30/2001	09/30/2011	Common Stock	1,042
Stock Option (Right to Buy)	\$ 17.99	04/13/2005		M			1,001	12/31/2001	12/31/2011	Common Stock	1,001
Stock Option (Right to Buy)	\$ 17.66	04/13/2005		M			1,019	03/31/2002	03/31/2012	Common Stock	1,019
Stock Option (Right to Buy)	\$ 20.06	04/13/2005		M			1,123	06/30/2002	06/30/2012	Common Stock	1,123
Stock Option (Right to	\$ 21.23	04/13/2005		M			900	09/30/2002	09/30/2012	Common Stock	900

Buy)										
Stock Option (Right to Buy)	\$ 16.88	04/13/2005	M	1,133	12/31/2002	12/31/2012	Common Stock	1,133		
Stock Option (Right to Buy)	\$ 22.54	04/13/2005	M	5,000	02/27/2003	02/27/2013	Common Stock	5,000		
Stock Option (Right to Buy)	\$ 17.67	04/13/2005	M	1,273	03/31/2003	03/31/2013	Common Stock	1,273		
Stock Option (Right to Buy)	\$ 16.3	04/13/2005	M	1,565	06/30/2003	06/30/2013	Common Stock	1,565		
Stock Option (Right to Buy)	\$ 18.4	04/13/2005	M	1,142	12/31/2003	12/31/2013	Common Stock	1,142		
Stock Option (Right to Buy)	\$ 20.06	04/13/2005	M	1,270	03/31/2004	03/31/2014	Common Stock	1,270		
Stock Option (Right to Buy)	\$ 20.96	04/13/2005	M	1,146	06/30/2004	06/30/2014	Common Stock	1,146		
Stock Option (Right to Buy)	\$ 20.47	04/13/2005	M	1,026	12/31/2004	12/31/2014	Common Stock	1,026		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRIFFIN SHARON MARVIN 450 REGENCY PARKWAY ATRIUM WEST OMAHA, NE 68114	X			

Signatures

By: Gary R. Bronstein,
Attorney-in-Fact

04/15/2005

__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).

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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