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NEWELL RUBBERMAID INC

Form 3

December 20, 2004

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement NEWELL RUBBERMAID INC [NWL] Hardnock Ronald L (Month/Day/Year) 11/03/2004 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 2320 WILLOW VALE DRIVE (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person FALLSTON. MDÂ 21047 (give title below) (specify below) Form filed by More than One VP-Corporate Controller Reporting Person (City) (State) (Zip) **Table I - Non-Derivative Securities Beneficially Owned** 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock $8,000^{(1)}$ Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 $Table\ II\ -\ Derivative\ Securities\ Beneficially\ Owned\ (\textit{e.g.},\ puts,\ calls,\ warrants,\ options,\ convertible\ securities)$

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security | | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|------------|--|-----------|---------------------------|----------------------|---|
| | | | (Instr. 4) | | Price of | Derivative | |
| | Date | Expiration | Title | Amount or | Derivative | Security: | |
| | | | Title | | Security | Direct (D) | |
| | Exercisable I | Date | | Number of | · | or Indirect | |

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| | | | | Shares | | (I) (Instr. 5) | |
|-----------------------|-----|------------|-----------------|--------|----------|-------------------|---|
| Option (Right to Buy) | (2) | 06/18/2011 | Common Stock | 15,100 | \$ 24.88 | D | Â |
| Option (Right to Buy) | (3) | 05/09/2012 | Common Stock | 3,900 | \$ 35.34 | D | Â |
| Option (Right to Buy) | (4) | 05/08/2013 | Common Stock | 7,500 | \$ 29.34 | D | Â |
| Option (Right to Buy) | (5) | 05/13/2014 | Common Stock | 12,000 | \$ 22.98 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|--------------------|---|-------------------------|-------|--|--|
| .r | Director 10% Owner | | Officer | Other | | |
| Hardnock Ronald L 2320 WILLOW VALE DRIVE FALLSTON, Â MDÂ 21047 | Â | Â | VP-Corporate Controller | Â | | |

Signatures

/s/ Christine Vogt, Attorney-in-Fact for Ronald L. Hardnock

12/20/2004

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) All restrictions on shares lapse on January 2, 2007 (the third anniversary of the date of grant).
- (2) Options granted on June 18, 2001. Options become exercisable in annual installments of 20% of the number of options granted.
- (3) Options granted on May 9, 2002. Options become exercisable in annual installments of 20% of the number of options granted.
- (4) Options granted on May 8, 2003. Options become exercisable in annual installments of 20% of the number of options granted.
- (5) Options granted on May 13, 2004. Options become exercisable in annual installments of 20% of the number of options granted.

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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