

BERSCHIED JOHN R JR
Form 4
February 02, 2006

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 *
BERSCHIED JOHN R JR

2. Issuer Name and Ticker or Trading Symbol
ALBERTO CULVER CO [ACV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
31440 SOMERSET CIRCLE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/31/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Group V-P, Global R & D

GREEN OAKS, IL 60048

(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 or Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Common Stock | | | | | 2,918 | I | By 401(K) Plan |
| Common Stock | | | | | 1,381.68 | I | By Profit Sharing Plan |
| Common Stock | 01/31/2006 | | M | 25,500 A | \$ 16.625 | D | |
| Common Stock | 01/31/2006 | | M | 25,500 A | \$ 21.77 | D | |
| | 01/31/2006 | | S | 7,500 D | \$ 43.92 | D | |

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| | | | | | | | |
|--------------|------------|--|---|--------|---|----------|----------|
| Common Stock | | | | | | | |
| Common Stock | 01/31/2006 | | S | 1,200 | D | \$ 43.93 | 49,131 D |
| Common Stock | 01/31/2006 | | S | 1,800 | D | \$ 43.94 | 47,331 D |
| Common Stock | 01/31/2006 | | S | 8,300 | D | \$ 43.95 | 39,031 D |
| Common Stock | 01/31/2006 | | S | 2,800 | D | \$ 43.96 | 36,231 D |
| Common Stock | 01/31/2006 | | S | 9,500 | D | \$ 43.97 | 26,731 D |
| Common Stock | 01/31/2006 | | S | 13,400 | D | \$ 43.98 | 13,331 D |
| Common Stock | 01/31/2006 | | S | 3,100 | D | \$ 43.99 | 10,231 D |
| Common Stock | 01/31/2006 | | S | 1,400 | D | \$ 44 | 8,831 D |

Reminder: Report on a separate line for each class of securities beneficially 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.

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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) (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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option (right to buy) | \$ 16.625 | 01/31/2006 | | M | 25,500 | (1) 09/30/2010 | Common Stock 25,500 |
| Employee Stock | \$ 21.77 | 01/31/2006 | | M | 25,500 | (2) 09/30/2011 | Common Stock 25,500 |

Option
(Right to
buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BERSCHIED JOHN R JR 31440 SOMERSET CIRCLE GREEN OAKS, IL 60048 | | | Group V-P, Global R & D | |

Signatures

| | |
|--|------------|
| /James M. Spira/Attorney-in-fact for John R. Berschied, Jr. | 02/02/2006 |
|--|------------|

__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) The options vest in four equal annual installments beginning on September 30, 2001.
 - (2) The options vest in four equal annual installments beginning on September 30, 2002.

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.