

FORD DIANE L
Form 4
February 22, 2005

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 *
FORD DIANE L

(Last) (First) (Middle)

700 NORTH ADAMS STREET, P. O. BOX 19001

(Street)

GREEN BAY, WI 543079001

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
WPS RESOURCES CORP [WPS]

3. Date of Earliest Transaction (Month/Day/Year)
02/18/2005

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)

VP-Controller & Chf Acctg Off

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	(D)	Price
Common Stock	02/18/2005		M		1,584	A	\$ 53.21
Common Stock	02/18/2005		S		562	D	\$ 52.5028
Common Stock					2,218.9218	I	

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

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SEC 1474 (9-02)

number.

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 Number of Shares
Phantom Stock Unit	\$ 0 ⁽⁸⁾					⁽⁹⁾	⁽⁹⁾	Common Stock	6,874
Performance Rights	⁽¹⁾	02/18/2005		M	918	01/01/2005 ⁽¹⁾	06/30/2005	Common Stock	9
Employee Stock Option (Right to buy)	\$ 23.1875 ⁽²⁾					03/13/2001	03/13/2010	Common Stock	3,
Employee Stock Option (Right to buy)	\$ 34.75 ⁽³⁾					12/14/2001	12/14/2010	Common Stock	5,
Employee Stock Option (Right to buy)	\$ 34.09 ⁽⁴⁾					12/13/2002	12/13/2011	Common Stock	6,
Employee Stock Option (Right to buy)	\$ 37.96 ⁽⁵⁾					12/12/2003	12/12/2012	Common Stock	6,
Employee Stock Option (Right to buy)	\$ 44.73 ⁽⁶⁾					12/10/2004	12/10/2013	Common Stock	6,
Employee Stock Option (Right to Buy)	\$ 48.11 ⁽⁷⁾					12/08/2005	12/08/2014	Common Stock	7,
Performance Rights	\$ 0 ⁽¹⁾					01/01/2006 ⁽¹⁾	06/30/2006	Common Stock	8

