

CLINE RICHARD G

Form 4

September 09, 2005

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CLINE RICHARD G

2. Issuer Name **and** Ticker or Trading
Symbol
PEPSIAMERICAS INC/IL/ [PAS]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
4200 COMMERCE COURT, SUITE
300

3. Date of Earliest Transaction
(Month/Day/Year)
09/08/2005

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

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)

LISLE, IL 60532

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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 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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	09/08/2005		M		5,517	A	\$ 16.475	18,602 ⁽¹⁾	D
Common Stock	09/08/2005		M		7,170	A	\$ 12.68	25,772 ⁽¹⁾	D
Common Stock	09/08/2005		M		7,570	A	\$ 12.01	33,342 ⁽¹⁾	D
Common Stock	09/08/2005		S		1,200	D	\$ 24.81	32,142 ⁽¹⁾	D
Common Stock	09/08/2005		S		600	D	\$ 24.82	31,542 ⁽¹⁾	D

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Common Stock	09/08/2005	S	300	D	\$ 24.83	31,242 <u>(1)</u>	D
Common Stock	09/08/2005	S	800	D	\$ 24.84	30,442 <u>(1)</u>	D
Common Stock	09/08/2005	S	200	D	\$ 24.89	30,242 <u>(1)</u>	D
Common Stock	09/08/2005	S	2,600	D	\$ 24.92	27,642 <u>(1)</u>	D
Common Stock	09/08/2005	S	100	D	\$ 24.93	27,542 <u>(1)</u>	D
Common Stock	09/08/2005	S	2,717	D	\$ 24.94	24,825 <u>(1)</u>	D
Common Stock	09/08/2005	S	100	D	\$ 25	24,725 <u>(1)</u>	D
Common Stock	09/08/2005	S	1,000	D	\$ 25.01	23,725 <u>(1)</u>	D
Common Stock	09/08/2005	S	1,200	D	\$ 25.02	22,525 <u>(1)</u>	D
Common Stock	09/08/2005	S	1,700	D	\$ 25.03	20,825 <u>(1)</u>	D
Common Stock	09/08/2005	S	170	D	\$ 25.04	20,655 <u>(1)</u>	D
Common Stock	09/08/2005	S	2,400	D	\$ 25.07	18,255 <u>(1)</u>	D
Common Stock	09/08/2005	S	100	D	\$ 25.08	18,155 <u>(1)</u>	D
Common Stock	09/08/2005	S	300	D	\$ 25.1	17,855 <u>(1)</u>	D
Common Stock	09/08/2005	S	500	D	\$ 25.12	17,355 <u>(1)</u>	D
Common Stock	09/08/2005	S	400	D	\$ 25.15	16,955 <u>(1)</u>	D
Common Stock	09/08/2005	S	1,000	D	\$ 25.2	15,955 <u>(1)</u>	D
Common Stock	09/08/2005	S	300	D	\$ 25.21	15,655 <u>(1)</u>	D
Common Stock	09/08/2005	S	300	D	\$ 25.22	15,355 <u>(1)</u>	D
Common Stock	09/08/2005	S	400	D	\$ 25.25	14,955 <u>(1)</u>	D
	09/08/2005	S	1,570	D	\$ 25.26	13,385 <u>(1)</u>	D

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Common
Stock

Common
Stock 09/08/2005 S 300 D \$ 25.27 13,085 ⁽¹⁾ 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) (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)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (right to buy)	\$ 16.475	09/08/2005		M	5,517	02/16/2001	02/16/2008	Common Stock	5,517
Stock Option (right to buy)	\$ 12.68	09/08/2005		M	7,170	02/21/2002	02/21/2009	Common Stock	7,170
Stock Option (right to buy)	\$ 12.01	09/08/2005		M	7,570	02/26/2003	02/26/2010	Common Stock	7,570

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CLINE RICHARD G
4200 COMMERCE COURT, SUITE 300 X
LISLE, IL 60532

Signatures

/s/ Brian D. Wenger,
Attorney-in-Fact

09/09/2005

__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).

Includes shares underlying the following restricted stock awards: (a) 3,171 shares under an award granted on February 16, 2004, which
(1) vested in its entirety on the day of grant, and (b) 2,664 shares under an award granted on February 24, 2005, which vested in its entirety
on the day of grant.

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