

Scully Terrence J
 Form 3/A
 December 01, 2005

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

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Scully Terrence J | | (Month/Day/Year) | TARGET CORP [TGT] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 05/05/2004 | | 05/13/2004 |
| 3701 WAYZATA BOULEVARD,Â TFS-4AO | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| MINNEAPOLIS,Â MNÂ 55416 | | | (give title below) | (specify below) |
| (City) | (State) | (Zip) | Executive Officer | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 (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 (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

(Instr. 5)

| | | | | | | | |
|------------------------------------|---------------|------------|--------------|--------|------------|---|---|
| Stock Option <u>(1)</u> <u>(2)</u> | Â <u>(3)</u> | 01/14/2008 | Common Stock | 2,891 | \$ 17.2969 | D | Â |
| Stock Option <u>(1)</u> <u>(2)</u> | Â <u>(4)</u> | 01/13/2009 | Common Stock | 7,592 | \$ 26.3438 | D | Â |
| Stock Option <u>(2)</u> <u>(5)</u> | Â <u>(6)</u> | 01/12/2010 | Common Stock | 5,910 | \$ 33.8512 | D | Â |
| Stock Option <u>(2)</u> <u>(5)</u> | Â <u>(7)</u> | 01/10/2011 | Common Stock | 8,825 | \$ 33.9956 | D | Â |
| Stock Option <u>(2)</u> <u>(5)</u> | Â <u>(8)</u> | 01/09/2012 | Common Stock | 8,579 | \$ 40.8 | D | Â |
| Stock Option <u>(2)</u> <u>(5)</u> | Â <u>(9)</u> | 01/08/2013 | Common Stock | 10,741 | \$ 30.26 | D | Â |
| Stock Option <u>(2)</u> <u>(5)</u> | Â <u>(10)</u> | 01/14/2014 | Common Stock | 15,687 | \$ 38.25 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Scully Terrence J 3701 WAYZATA BOULEVARD TFS-4AO MINNEAPOLIS, MN 55416 | Â | Â | Â Executive Officer | Â |

Signatures

/s/ Scully,
Terrence J. 11/29/2005

**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) Option granted under the Target Corporation Long-Term Incentive Plan of 1981 in a transaction exempt under Rule 16b-3.
- (2) These options were omitted from the reporting person's original Form 3.
- (3) Option granted on January 14, 1998. Option vests and becomes exercisable in 25% increments on each anniversary of the grant date.
- (4) Option granted on January 13, 1999. Option vests and becomes exercisable in 25% increments on each anniversary of the grant date.
- (5) Option granted under the Target Corporation Long-Term Incentive Plan in a transaction exempt under Rule 16b-3.
- (6) Option granted on January 12, 2000. Option vests and becomes exercisable in 25% increments on each anniversary of the grant date.
- (7) Option granted on January 10, 2001. Option vests and becomes exercisable in 25% increments on each anniversary of the grant date.
- (8) Option granted on January 9, 2002. Option vests and becomes exercisable in 25% increments on each anniversary of the grant date.
- (9) Option granted on January 8, 2003. Option vests and becomes exercisable in 25% increments on each anniversary of the grant date.

Edgar Filing: Scully Terrence J - Form 3/A

(10) Option granted on January 14, 2004. Option vests and becomes exercisable in 25% increments on each anniversary of the grant date.

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.