WARDEN GAIL L Form 4/A February 24, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Common

Stock

02/24/2006(1)

(Print or Type Responses)

1. Name and AWARDEN	Address of Reporting 1 GAIL L	Symbol	r Name and Ticker or Trading RICA INC /NEW/ [CMA]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (N		f Earliest Transaction	(Check all applicable)			
500 WOOI FLOOR	OWARD AVE., 31	•	Day/Year) 006	XDirector10% OwnerOfficer (give title below) Other (specify below)			
	(Street)		endment, Date Original nth/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
DETROIT,	, MI 48226	0212312	.000	Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Tab	le I - Non-Derivative Securities Acq	quired, Disposed of, or Beneficially Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price	5. Amount of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)			

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

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Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

 $6,291 \stackrel{(2)}{=}$

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1,286

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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. Transactic Code (Instr. 8)	Secur Acqu (A) o Dispo	rities ired rosed of . 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar
Director Stock Option (right to buy)	\$ 29.08	02/24/2006(1)		M		1,286	05/17/1997	05/17/2006	Common Stock	1,2
Director Stock Option (right to buy)	\$ 40.09						05/16/1998	05/16/2007	Common Stock	1,5
Director Stock Option (right to buy)	\$ 65.13						05/15/1999	05/15/2008	Common Stock	1,5
Director Stock Option (right to buy)	\$ 62.75						05/21/2000	05/21/2009	Common Stock	1,5
Director Stock Option (right to buy)	\$ 44.13						05/19/2001	05/19/2010	Common Stock	2,0
Director Stock Option (right to buy)	\$ 57.15						05/22/2002	05/20/2011	Common Stock	2,5
Director Stock Option (right to buy)	\$ 64.5						05/21/2003	05/21/2012	Common Stock	2,5

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Director Stock Option (right to buy)	\$ 43.63	05/20/2004	05/20/2013	Common Stock	2,5
Director Stock Option (right to buy)	\$ 53.87	05/18/2005	05/18/2014	Common Stock	2,5
Restricted Stock Units	\$ 0 <u>(3)</u>	08/08/1988(4)	08/08/1988(4)	Common Stock	31

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
WARDEN GAIL L 500 WOODWARD AVE. 31ST FLOOR DETROIT, MI 48226	X					

Signatures

/s/ Nicole V. Gersch, on behalf of Gail L. Warden 02/24/2006

**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 stock option exercise for which Reporting Person filed a Form 4 on February 23, 2006, took place on February 24, 2006 and not on February 23, 2006 as first reported.
- (2) Includes stock units held pursuant to deferred director plans, restricted stock units, and shares purchased with reinvested dividends as of February 24, 2006.
- (3) Each restricted stock unit represents a contingent right to receive one share of Comerica common stock.
- (4) The restricted stock units vest one year after the date of grant. Vested shares are settled one year after cessation of service on the board. 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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