

SMITH DEREK V
Form 4
February 03, 2005

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 *
SMITH DEREK V

(Last) (First) (Middle)
1000 ALDERMAN DRIVE
(Street)

ALPHARETTA, GA 30005

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CHOICEPOINT INC [CPS]

3. Date of Earliest Transaction
(Month/Day/Year)
02/01/2005

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)
Chairman & CEO

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)
				(A) or (D) Code V Amount (D) Price			
Common stock					18,959	I	By Daughter's Trust
Common stock					18,958	I	By Son's Trust
Common stock					400	I	By Wife
Common Stock ⁽¹⁾	12/31/2004 ⁽¹⁾	12/31/2004 ⁽¹⁾	A	947	A <u>1</u>	I	By 401(k) Plan
Common Stock	02/01/2005	02/01/2005	F	3,396	D \$ 46.12	D	

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Common Stock	02/01/2005	02/01/2005	M	21,140	A	\$ 6.5908	430,884	D
Common Stock	02/01/2005	02/01/2005	S	21,140	D	\$ 45.7302	409,744	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 Type of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock option, right to buy ⁽²⁾	\$ 46.12	02/01/2005	02/01/2005	A	2,168	02/01/2008 ⁽²⁾	02/01/2015 ⁽²⁾	common		
Stock option, right to buy ⁽³⁾	\$ 46.12	02/01/2005	02/01/2005	A	47,832	02/01/2008 ⁽³⁾	02/01/2015 ⁽³⁾	common		
Stock option, right to buy ⁽⁴⁾	\$ 46.12	02/01/2005	02/01/2005	A	50,000	⁽⁴⁾	⁽⁴⁾	common		
Phantom stock units ⁽⁵⁾	\$ 46.12	02/01/2005	02/01/2005	A	50,000	⁽⁵⁾	⁽⁵⁾	common		
Stock option, right to buy	\$ 6.5908	02/01/2005	02/01/2005	A	21,140	01/31/1997	01/31/2006	common		

Reporting Owners

Reporting Owner Name / Address Relationships

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Director 10% Owner Officer Other

SMITH DEREK V
1000 ALDERMAN DRIVE X Chairman & CEO
ALPHARETTA, GA 30005

Signatures

David W. Davis, Attorney-in-Fact for Derek V. 02/03/2005
Smith

__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) Shares acquired through the ChoicePoint Inc. 401(k) Plan during 2004 at prices ranging from \$38.09 to \$45.99 per share.
- (2) Incentive stock option granted under the ChoicePoint Inc. 2003 Omnibus Incentive Plan with 100% vesting 2/1/08.
- (3) Non-qualified stock option granted under the ChoicePoint Inc. 2003 Omnibus Stock Incentive Plan with 100% vesting 2/1/08.
Non-qualified stock option granted under the ChoicePoint Inc. 2003 Omnibus Stock Incentive Plan. Accelerated vesting based on
- (4) pre-determined increases in performance and Company stock. 100% vests after seven years regardless of Company performance or stock price.
- (5) Grant of phantom shares under the ChoicePoint Inc. 2003 Omnibus Incentive Plan, vests in April 2010 at the expiration of a three-year extension of employment agreement.

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.