MENG JOHN C Form 4 December 21, 2006

### FORM 4

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

OMB Number: 3235-0287

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**OMB APPROVAL** 

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, 2005

subject to Section 16. Form 4 or Form 5 obligations

SECURITIES

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

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may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and A	Address of Reporting HN C	Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol WPS RESOURCES CORP [WPS]		5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last)	(First) (I	Middle)	3 Date of	Earliest Tr	ansaction		(CI	песк ан аррисас	ne)
, , ,	H ADAMS STRE	ŕ	(Month/Day/Year) 12/20/2006		_X_ Director Officer (g below)		0% Owner ther (specify		
	(Street)		4. If Ame	ndment, Da	te Original		6. Individual or	r Joint/Group Fi	ling(Check
GREEN RA	AY, WI 54307-90	Ω1		nth/Day/Year			Applicable Line) _X_ Form filed b		Person
OKEEN DA	11, W1 34307-90	01					Person		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	Securities Ac	equired, Disposed	l of, or Benefici	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	med on Date, if Day/Year)	Code (Instr. 8)	4. SecuritonAcquired Disposed (Instr. 3,	(A) or of (D)	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)
Common Stock							21,600	I	by Jt Charitable Tr
Common Stock							20,000	I	by Jt Trust w/Spouse
Reminder: Re	port on a separate line	e for each c	lass of secu	rities benefi	icially own	ed directly o	r indirectly		
Kenninger, Kej	port on a separate fine	Tor Cacil C	1455 01 5004	THE DETERM			ond to the coll	ection of	SEC 1474
							ained in this for		(9-02)

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.

SEC 1474

(9-02)

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## 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. Transactio Code (Instr. 8)	5. Number of or 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 Shares
Deferred Stock Unit	<u>(1)</u>	12/20/2006		A	60.7506	(2)	(3)	Common Stock	60.750
Phantom Stock Unit	<u>(4)</u>	12/20/2006		A	70.1597	(2)	(3)	Common Stock	70.159
Stock Option (Right to buy)	\$ 25.6875					02/10/2001	02/10/2010	Common Stock	3,000

#### **Reporting Owners**

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
MENG JOHN C 700 NORTH ADAMS STREET P. O. BOX 19001 GREEN BAY, WI 54307-9001	X				

#### **Signatures**

By: Barth J. Wolf For: John C.
Meng

\*\*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) These deferred stock units convert to common stock on a one-for-one basis.
- (2) Unless the participant has selected a later commencement date, distribution of stock and equivalents will commence within 60 days following the end of the calendar year in which occurs the participant's retirement or termination of service.
- (3) Unless the participant has selected a later commencement date, distribution of stock and equivalents will commence within 60 days following the end of the calendar year in which occurs the participant's retirement or termination of service.
- (4) These phantom stock units convert to common stock on a one-for-one basis.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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