

HOCKADAY IRVINE O JR
Form 4
November 30, 2004

FORM 4

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

OMB APPROVAL

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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 *
HOCKADAY IRVINE O JR

(Last) (First) (Middle)

HALLMARK CARDS, INC., P.O.
BOX 419580

(Street)

KANSAS CITY, MO 64141-6580

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SPRINT CORP [PCS]

3. Date of Earliest Transaction
(Month/Day/Year)
04/23/2004

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)

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
PCS Common Stock	04/23/2004		J ⁽¹⁾	V 8,975 D 0		D	

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

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

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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. 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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 6.9291	04/23/2004		J ⁽¹⁾	V 2,000	12/31/1998	04/21/2008	PCS Common Stock	2
Non-Qualified Stock Option (right to buy)	\$ 8.9	04/23/2004		J ⁽¹⁾	V 6,550	02/19/2003	02/19/2012	PCS Common Stock	6
Non-Qualified Stock Option (right to buy)	\$ 15.5938	04/23/2004		J ⁽¹⁾	V 3,000	02/08/2000	02/08/2009	PCS Common Stock	3
Non-Qualified Stock Option (right to buy)	\$ 26.6875	04/23/2004		J ⁽¹⁾	V 7,800	02/13/2002	01/10/2011	PCS Common Stock	7
Non-Qualified Stock Option (right to buy)	\$ 51.1562	04/23/2004		J ⁽¹⁾	V 3,000	02/08/2001	01/03/2010	PCS Common Stock	3
Non-Qualified Stock Option (right to buy)	\$ 55.125	04/23/2004		J ⁽¹⁾	V 1,500	02/13/2002	08/07/2010	PCS Common Stock	1
Share Units	<u>(2)</u>	04/23/2004		J ⁽¹⁾	V 52,531	<u>(2)</u>	<u>(2)</u>	PCS Common Stock	52
Share Units DDFP	<u>(3)</u>	04/23/2004		J ⁽¹⁾	V 3,024	<u>(3)</u>	<u>(3)</u>	PCS Common Stock	3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOCKADAY IRVINE O JR HALLMARK CARDS, INC. P.O. BOX 419580 KANSAS CITY, MO 64141-6580		X		

Signatures

By: Claudia S Toussaint For: Irvine O
Hockaday Jr.

11/30/2004

__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) Pursuant to a reclassification exempt under Rule 16b-7, on April 23, 2004, each share of Issuer's PCS common stock and each derivative or right in respect of a share of Issuer's PCS common stock was reclassified into 1/2 share of Issuer's FON common stock or a derivative or right in respect of 1/2 share of Issuer's FON common stock.

(2) Shares issued under Section 11 of Sprint's 1997 Long-term Stock Incentive Program. Section 11 permits non-employee directors of Sprint to elect to purchase shares of Sprint PCS common stock in lieu of receiving all or part of their annual retainer, meeting fees, and committee meeting fees in cash.

(3) Share units are issued under the Issuer's Directors' Deferred Fee Plan (the "Plan") and are convertible into an amount of cash equal to the value of the Issuer's PCS common stock upon the reporting person's retirement, death, or termination of office in accordance with the terms of the Plan.

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.