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UEBERROTH VIRGINIA MAE

Form 4

December 09, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

response...

Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * UEBERROTH VIRGINIA MAE			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			FIRST AMERICAN CORP [(FAF)]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	_X_ Director	10% Owner	
P.O. BOX 100			12/08/2005	Officer (give title below)	Other (specified below)	
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/G	roup Filing(Check	
LAGUNA BEACH, CA 926520100			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporti		

SECURITIES

(City)	(State) (2	Table	I - Non-De	erivative So	ecurities Ac	quired, Disposed o	of, or Beneficial	ly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securiti	ies	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	nAcquired	(A) or	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code Disposed of (D)		of (D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4	1 and 5)	Owned	Indirect (I)	Ownership
						Following	(Instr. 4)	(Instr. 4)
					(4)	Reported		
					(A) or	Transaction(s)		
			Code V	Amount	(D) Price	(Instr. 3 and 4)		
Common			Couc v	Timount	(D) Thee			
Common						50,000	D	
Stock						·		
Common								
						21,942	I	By Trust
Stock								

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

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(9-02)number.

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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)	5. Number on f 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 Amo Underlying Secu (Instr. 3 and 4)	
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	An or Nu of Sh
Nonemployee Director Stock Option (right to buy)	\$ 47.49	12/08/2005		A	5,000	12/08/2006(1)	12/08/2015	Common Stock	5
Nonemployee Director Stock Option (right to buy)	\$ 7.194					04/24/1998	04/14/2007	Common Stock	6
Nonemployee Director Stock Option (right to buy)	\$ 23.583					04/23/1999	04/23/2008	Common Stock	6
Nonemployee Director Stock Option (right to buy)	\$ 17.25					08/31/1999	06/23/2009	Common Stock	6

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
UEBERROTH VIRGINIA MAE						
P.O. BOX 100	X					
LAGUNA BEACH, CA 926520100						
Signatures						
By: Jeffrey S. Robinson, Attorney In Fact for		12/09/2	2005			

Explanation of Responses:

**Signature of Reporting Person

- * 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).

Date

(1) The option vests in five equal annual increments commencing 12/8/06, the first anniversary of the grant.

Reporting Owners 2

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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.