AFFILIATED COMPUTER SERVICES INC

Form 4

March 28, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

2005 Estimated average burden hours per response... 0.5

OMB APPROVAL

3235-0287

January 31,

OMB

5. Relationship of Reporting Person(s) to

Number:

Expires:

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

2. Issuer Name and Ticker or Trading

30(h) of the Investment Company Act of 1940

1(b).

Common

(Print or Type Responses)

1. Name and Address of Reporting Person *

DECKELMAN WILLIAM L JR				Symbol AFFILIATED COMPUTER SERVICES INC [ACS]						Issuer (Check all applicable)			
2828 N. HASKELL AVENUE			(Month/Day/Year) 03/24/2006						below) below) Executive Vice President				
		(Street)					ate Origina	al		6. Individual or Joi Applicable Line)	nt/Group Filin	g(Check	
DALLAS, TX 75204				Filed(Month/Day/Year)						Form filed by One Reporting Person Form filed by More than One Reporting Person			
	(City)	(State)	(Zip)	Tab	le I - No	n-I	Derivative	Secu	rities Acqu	ired, Disposed of,	or Beneficial	ly Owned	
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any (Month/D	Date, if	Code (Instr.	8)	4. Securit for Dispos (Instr. 3,	sed of		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)	
	Class A Common Stock \$0.01 par value	03/24/2006			M	•	6,600	A	\$ 15.7187 (1)	6,600	D		
	Class A Common Stock \$0.01 par value	03/24/2006			S		6,600	D	\$ 61.3905	0	D		
	Class A									183	I	ESP Plan	

Stock \$0.01 par value

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

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

(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. Transactic Code (Instr. 8)	Securities		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 or Number of Shares
Employee Stock Option (Right to Buy)	\$ 52.99						(3)	09/13/2015	Class A Common	50,000
Employee Stock Option (Right to Buy)	\$ 51.9						(3)	07/30/2014	Class A Common	50,000
Employee Stock Option (Right to Buy)	\$ 44.1						(3)	08/11/2013	Class A Common	25,000 (4)
Employee Stock Option (Right to Buy)	\$ 35.75						(3)	07/23/2012	Class A Common	25,000 (4)
Employee Stock Option	\$ 29.525						(5)	03/21/2011	Class A Common	25,000 (4)

(Right to Buy)								
Employee Stock Option (Right to Buy)	\$ 16.4375				<u>(6)</u>	07/11/2010	Class A Common	15,000 (4)
Employee Stock Option (Right to Buy)	\$ 15.7187 (1)	03/24/2006	М	6,600	<u>(6)</u>	03/07/2010	Class A Common	44,000 <u>(7)</u>

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DECKELMAN WILLIAM L JR 2828 N. HASKELL AVENUE DALLAS, TX 75204

Executive Vice President

Signatures

William L. 03/28/2006 Deckelman, Jr.

**Signature of Reporting Date
Person

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 Exercise Price per share is \$15.71875.
- (2) This is the average sale price for all 6,600 shares sold pursuant to a Sales Plan pursuant to Rule 10b5-1 dated as of February 1, 2006. Sale prices ranged from \$61.08 to \$61.97.
- These options vest and become exercisable as follows: on each anniversary date of the grant, commencing with the first such anniversary (3) date and continuing on each such anniversary thereafter through and including the fifth anniversary of the date of the grant, 20% of such options shall vest and become exercisable. The date of grant is 10 years prior to the stated expiration date.
 - This amount represents 50% of the options originally granted. The reporting person transferred the economic interest in the other 50% of the options (collectively, the "Transferred Options") that were originally the subject of this option grant to his former spouse pursuant to a qualified domestic relations order. The reporting person is deemed to still hold the legal interest in the Transferred Options as constructive
- trustee for the benefit of his former spouse, and must exercise the Transferred Options solely upon her direction, and she is entitled to the shares issued upon exercise. Pursuant to Rule 16a-1(a)(2), for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, the reporting person maintains no pecuniary interest in, and hereby disclaims beneficial ownership of, the Transferred Options. Exercise of the Transferred Options and delivery of the underlying shares are not reportable transactions for the reporting person pursuant to Section 16.
- These options vest and become exercisable as follows: on the third anniversary date of the grant, 60% of such options will vest and become exercisable; and on each of the fourth and fifth anniversary dates of the grant, 20% of such options will vest and become exercisable. The date of grant is 10 years prior to the stated expiration date.

(6) All options currently vested and exercisable.

Reporting Owners 3

Grant of Employee Stock Option (Right to Buy) on March 7, 2000 for 100,000 shares of ACS Class A Common Stock, \$0.01 par value, at an Exercise Price of \$15.71875 per share all currently exercisable and expiring on March 7, 2010. The reporting person transferred the

(7) economic interest in 50% of the options that were originally the subject of this option grant; see Note 4 above. 12,600 shares have been exercised and 37,400 remain to be exercised. The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 Sales Plan adopted by the reporting person as of February 1, 2006.

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.