TEUBER WILLIAM J JR

Form 4

February 02, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number:

OMB APPROVAL

January 31, Expires: 2005

0.5

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obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Common Stock Par

Value \$6 per share 02/01/2006

(Print or Type Responses)

	Address of Reporting F WILLIAM J JR	'erson _ 2. Issu Symbol		Ticker or Trading	Issuer			
		POPU	LAR INC [[BPOP]	(Check all applicable)			
(Last)	(First) (M	(iddle) 3. Date	of Earliest Tra	ansaction				
		(Month	/Day/Year)		_X_ Director	109	6 Owner	
176 SOUT	H STREET	02/01/	2006		Officer (give below)	e titleOth below)	er (specify	
	(Street)	4. If An	nendment, Da	te Original	6. Individual or Joint/Group Filing(Check			
		Filed(M	onth/Day/Year)		Applicable Line) _X_ Form filed by	1 0		
HOPKINT	ON, MA 01748				Form filed by Person	More than One R	eporting	
(City)	(State)	Zip) Ta	ble I - Non-D	erivative Securities A	cquired, Disposed o	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature o	
Security	(Month/Day/Year)	Execution Date, i	f Transaction	onAcquired (A) or	Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial	
		(Month/Day/Yea	r) (Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership	
					Following	(Instr. 4)	(Instr. 4)	
				(A)	Reported			
				or	Transaction(s)			
			~		(Instr. 3 and 4)			

Code V

J(1)

Amount (D) Price

\$0

6.758

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

02/01/2006

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D

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

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	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transact Code (Instr. 8)	orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	:		Amou Under Securi (Instr.	lying	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
TEUBER WILLIAM J JR 176 SOUTH STREET HOPKINTON, MA 01748	X					

Signatures

William J.
Teuber, Jr.

**Signature of Reporting Person

O2/02/2006

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) Award of Restricted Stock pursuant to Popular, Inc.'s 2004 Omnibus Incentive Plan. The restriction of such restricted stock awar d lapses upon the retirement of the director.

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.

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