

Sweeney Stender E
Form 3
August 28, 2006

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Sweeney Stender E			(Month/Day/Year)	CENDANT CORP [CD]	
(Last)	(First)	(Middle)	08/24/2006	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
6 SYLVAN WAY				(Check all applicable)	
(Street)				☒ Director ☐ 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
PARSIPPANY,Â NJÂ 07054				☐ Officer ☐ Other	☒ Form filed by One Reporting Person
(City)	(State)	(Zip)		(give title below) (specify below)	☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	37,500 ⁽¹⁾	I	Held by NQ Deferred Compensation Plan
Common Stock	1,000	D	Â

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sweeney Stender E 6 SYLVAN WAY PARSIPPANY, NJ 07054	X	A	A	A

Signatures

Jean M. Sera, by Power of Attorney for Stender E.
Sweeney

08/28/2006

____ Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

Award represents an incentive grant of the number of shares equal to \$75,000 divided by the fair market value of a share of Common Stock as of the close of business on August 24, 2006. All shares subject to the Award are required to be deferred into the 1999 Non-Employee Directors Deferred Compensation Plan and converted into deferred stock units thereunder. All such deferred stock units (1) are immediately vested, however, they will remain deferred until termination of service as a director in accordance with the terms of the plan, at which time they will be distributed in the form of shares of Common Stock. No monetary consideration was paid by the reporting person. The number of shares will be adjusted to reflect the one-for-ten reverse stock split, which is expected to become effective on September 5, 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.