

NICKOLOFF JEFFREY K
Form 4
December 16, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
NICKOLOFF JEFFREY K

2. Issuer Name and Ticker or Trading Symbol
CASCADE CORP [CAE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
PO BOX 20187

3. Date of Earliest Transaction (Month/Day/Year)
12/14/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President

(Street)
PORTLAND, OR 97294

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 12/14/2005 | | M | 5,810 A \$ 10.2 | 5,810 | D | |
| Common Stock | 12/14/2005 | | M | 1,500 A \$ 14.05 | 7,310 | D | |
| Common Stock | 12/14/2005 | | M | 10,250 A \$ 14.12 | 17,560 | D | |
| Common Stock | 12/14/2005 | | S | 9,560 D \$ 49 | 8,000 | D | |
| Common Stock | 12/14/2005 | | S | 300 D \$ 49.05 | 7,700 | D | |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|-------|---|
| Common Stock | 12/14/2005 | S | 900 | D | \$ 49.1 | 6,800 | D |
| Common Stock | 12/14/2005 | S | 800 | D | \$ 49.11 | 6,000 | D |
| Common Stock | 12/14/2005 | S | 300 | D | \$ 49.16 | 5,700 | D |
| Common Stock | 12/14/2005 | S | 100 | D | \$ 49.17 | 5,600 | D |
| Common Stock | 12/14/2005 | S | 800 | D | \$ 49.25 | 4,800 | D |
| Common Stock | 12/14/2005 | S | 200 | D | \$ 49.3 | 4,600 | D |
| Common Stock | 12/14/2005 | S | 1,400 | D | \$ 51 | 3,200 | D |
| Common Stock | 12/14/2005 | S | 100 | D | \$ 51.03 | 3,100 | D |
| Common Stock | 12/14/2005 | S | 100 | D | \$ 51.08 | 3,000 | D |
| Common Stock | 12/14/2005 | S | 3,000 | D | \$ 51.19 | 0 | D |

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

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.

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(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. 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 Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option | \$ 10.2 | 12/14/2005 | | M | 5,810 | 06/14/2001 ⁽¹⁾ 06/14/2011 | Common Stock | 5,810 |

(right to
buy)

Employee
Stock

| | | | | | | | | | |
|--------|----------|------------|--|---|-------|---------------------------|------------|-----------------|-------|
| Option | \$ 14.05 | 12/14/2005 | | M | 1,500 | 05/23/2002 ⁽²⁾ | 05/23/2012 | Common Stock | 1,500 |
|--------|----------|------------|--|---|-------|---------------------------|------------|-----------------|-------|

(right to
buy)

Employee
Stock

| | | | | | | | | | |
|--------|----------|------------|--|---|-------|---------------------------|------------|-----------------|-------|
| Option | \$ 14.12 | 12/14/2005 | | M | 7,350 | 05/22/2003 ⁽³⁾ | 05/22/2013 | Common Stock | 7,350 |
|--------|----------|------------|--|---|-------|---------------------------|------------|-----------------|-------|

(right to
buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| NICKOLOFF JEFFREY K PO BOX 20187 PORTLAND, OR 97294 | | | Vice President | |

Signatures

| | |
|-------------------------|------------|
| Jeffrey K. Nickoloff | 12/16/2005 |
|-------------------------|------------|

| | |
|------------------------------------|------|
| **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) The option was granted for 5,810 shares on June 14, 2001 and became exercisable for 25% of the shares on each of the first four anniversaries.
 - (2) The option was granted for 2,000 shares on May 23, 2002 and becomes exercisable for 25% of the shares on each of the first four anniversaries.
 - (3) The option was granted for 20,500 shares on May 22, 2003 and becomes exercisable for 25% of the shares on each of the first four anniversaries.

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.