

FIRST AMERICAN CORP
Form 4
August 24, 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 *
DOTI JAMES LOUIS

(Last) (First) (Middle)
1 UNIVERSITY DRIVE
(Street)
ORANGE, CA 928661005

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FIRST AMERICAN CORP [(FAF)]

3. Date of Earliest Transaction
(Month/Day/Year)
08/22/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 08/22/2005 | | M | | 6,750 A \$ 23.583 | 20,777 | D |
| Common Stock | 08/22/2005 | | M | | 6,750 A \$ 17.25 | 27,527 | D |
| Common Stock | 08/22/2005 | | S | | 2,100 D \$ 41.32 | 25,427 | D |
| Common Stock | 08/22/2005 | | S | | 800 D \$ 41.29 | 24,627 | D |
| Common Stock | 08/22/2005 | | S | | 1,400 D \$ 41.3 | 23,227 | D |
| | 08/22/2005 | | S | | 900 D \$ 41.26 | 22,327 | D |

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| | | | | | | | | | |
|--------------|------------|--|---|-------|---|----------|--------|--|---------------------------|
| Common Stock | | | | | | | | | |
| Common Stock | 08/22/2005 | | S | 1,700 | D | \$ 41.25 | 20,627 | | D |
| Common Stock | 08/22/2005 | | S | 800 | D | \$ 41.28 | 19,827 | | D |
| Common Stock | 08/22/2005 | | S | 1,900 | D | \$ 41.31 | 17,927 | | D |
| Common Stock | 08/22/2005 | | S | 400 | D | \$ 41.27 | 17,527 | | D |
| Common Stock | | | | | | | 900 | | I |
| | | | | | | | | | By Trustee ⁽¹⁾ |

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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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 Security (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Nonemployee Director Stock Option (right to buy) | \$ 23.583 | 08/22/2005 | | M | 6,750 | 04/23/1999 04/23/2008 | Common Stock | 6,750 | |
| Nonemployee Director Stock Option (right to buy) | \$ 17.25 | 08/22/2005 | | M | 6,750 | 08/31/1999 06/23/2009 | Common Stock | 6,750 | |

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners

Director 10% Owner Officer Other

DOTI JAMES LOUIS
1 UNIVERSITY DRIVE
ORANGE, CA 928661005

X

Signatures

By: Jeffrey S. Robinson, Attorney In
Fact for

08/24/2005

__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) These shares are held in a revocable family trust for the benefit of my wife and I, and for which we are co-trustees having investment control. I have the right to revoke the trust with respect to these shares without the consent of another person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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