CRUMLEY THEODORE
Form 3
January 21, 2005

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 *
Â CRUMLEY THEODORE
(Last) (First) (Middle)

OFFICEMAX INCORPORATED,Â 150 PIERCE ROAD
(Street)

ITASCA,Â ILÂ 60143
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
01/11/2005

3. Issuer Name **and** Ticker or Trading Symbol
OFFICEMAX INC [OMX]

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
Interim Exec. V.P. & CFO

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ 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	75,447	D	Â
Common Stock	25,822.3731	I	By 401(k) Plan (1)
Preferred Stock	884.3731	I	By ESOP Trust (1)

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

SEC 1473 (7-02)

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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 Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (Right to Buy)	07/28/1996	07/28/2005	Common Stock	19,600	$ 43.875	D	Â
Stock Option (Right to Buy)	09/29/1996	09/29/2005	Common Stock	3,300	$ 40.625	D	Â
Stock Option (Right to Buy)	07/26/1997	07/26/2006	Common Stock	22,900	$ 31.375	D	Â
Stock Option (Right to Buy)	07/25/1998	07/25/2007	Common Stock	24,300	$ 36.875	D	Â
Stock Option (Right to Buy)	07/31/1999	07/31/2008	Common Stock	28,700	$ 28.875	D	Â
Stock Option (Right to Buy)	02/11/2000	02/12/2009	Common Stock	5,400	$ 29.375	D	Â
Stock Option (Right to Buy)	07/29/2000	07/30/2009	Common Stock	45,000	$ 38.0625	D	Â
Stock Option (Right to Buy)	07/27/2001	07/28/2010	Common Stock	37,500	$ 27.5	D	Â
Stock Option (Right to Buy)	09/27/2001	09/28/2010	Common Stock	23,500	$ 24.75	D	Â
Stock Option (Right to Buy)	07/26/2002	07/27/2011	Common Stock	72,600	$ 35.6	D	Â
Stock Option (Right to Buy)	07/24/2003	07/25/2012	Common Stock	86,700	$ 27.76	D	Â
Phantom Stock Units	Â (2)	Â (3)	Common Stock	4,270.6257	$ (4)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CRUMLEY THEODORE OFFICEMAX INCORPORATED 150 PIERCE ROAD ITASCA,Â ILÂ 60143	Â	Â	Â Interim Exec. V.P. & CFO	Â

Signatures

/s/ Theodore Crumley	01/21/2005
**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).

(1) Represents number of shares beneficially owned as of January 14, 2005, based on information from plan administrator.

(2) Vested in participant stock units (and related dividend equivalent stock units) at all times. Company matching stock units (and related dividend equivalent stock units) vest as follows: (a) 100% upon participant's death, disability, or early or normal retirement; (b) 100% upon a change in control of the company; (c) 100% upon involuntary termination for reasons other than disciplinary reasons or termination as a result of the sale or permanent closure of a company facility, operating unit, or division; and (d) 20% on each anniversary of the date account was first credited with stock units under the plan. 20% is cumulative -- after 5 years, participant is completely vested in all stock units in his or her account, including any stock units allocated to the account in the future.

(3) Shares of phantom stock are payable in shares of common stock in accordance with the participant's Deferred Compensation Distribution Election Agreement, except in the case of a change in control, in which case payment may be made in either cash or stock.

(4) Each phantom stock unit is equal in value to one share of the company's common stock.

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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