## Edgar Filing: GRANT RICHARD S - Form 4

GRANT R Form 4	ICHARD S											
January 05												
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL			
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							B nber:	3235-0287			
Check if no lo subject Sectior Form 4	to <b>SIAIE</b> 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Expires:January 31 2005Estimated average burden hours per response0.5		
Form 5 obligat may co <i>See</i> Ins 1(b).	ions Section 17	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	e Responses)											
GRANT RICHARD S Symbol COMP			uer Name <b>and</b> Ticker or Trading I PASS MINERALS RNATIONAL INC [CMP]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) 3. Date (Mont			3. Date c	e of Earliest Transaction h/Day/Year) 8/2006				X_Director10% Owner Officer (give titleOther (specify below) below)				
				nendment, Date Original Ionth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
WILMING	GTON, NC 28411							Form filed Person				
(City)	(State)	(Zip)	Tab	ole I - Non-	-Derivati	ve Sec	urities A	cquired, Dispose	d of, or Bo	eneficially	/ Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/	Date, ifTransaction(A) or Disposed of (D)Code(Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownersh Form: Direct (D or Indirec (I) (Instr. 4)	ip Indire Owne ) (Instr	-			
Common Stock	01/03/2006			А	482	A	\$ 24.98	39,183	Ι	Defe	pensation	

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
GRANT RICHARD S 8224 BALD EAGLE LN WILMINGTON, NC 28411	Х							
Signatures								
Gary T. Eastman, Attorney-in-Fact		01/05/2006						
**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).

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.