

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>BRUNE CATHERINE S</u> (Last) (First) (Middle) THE ALLSTATE CORPORATION 2775 SANDERS ROAD (Street) NORTHBROOK IL 60062-6127 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ALLSTATE CORP [ALL]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>SVP Allstate Insurance Company</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/02/2005</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/02/2005		M		9,000	A	\$31.78	28,659 ⁽¹⁾	D	
Common Stock	06/02/2005		S		9,000	D	\$59	19,659 ⁽¹⁾	D	
Common Stock	06/02/2005		M		5,996	A	\$33.38	25,655 ⁽¹⁾	D	
Common Stock	06/02/2005		S		5,996	D	\$59	19,659 ⁽¹⁾	D	
Common Stock	06/02/2005		M		666	A	\$33.38	20,325 ⁽¹⁾	D	
Common Stock	06/02/2005		M		1,000	A	\$31.78	21,325 ⁽¹⁾	D	
Common Stock								11,393.46	I	by 401(k) Plan

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option (right to buy)	\$31.78	06/02/2005		M			9,000	02/07/2004	02/07/2013	Common Stock	9,000	\$31.78	21,000	D	
Employee Stock Option (right to buy)	\$31.78	06/02/2005		M			1,000	02/07/2004 ⁽²⁾	02/07/2013	Common Stock	1,000	\$31.78	20,000	D	
Employee Stock Option (right to buy)	\$33.38	06/02/2005		M			5,996	02/07/2003	02/07/2012	Common Stock	5,996	\$33.38	7,328	D	
Employee Stock Option (right to buy)	\$33.38	06/02/2005		M			666	02/07/2003 ⁽³⁾	02/07/2012	Common Stock	666	\$33.38	6,662	D	

Explanation of Responses:

- The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1(c) trading plan adopted by the reporting person on May 1, 2005.
- Remaining increments of employee stock option to purchase 20,000 shares of common stock to vest in two equal installments on February 7, 2006 and February 7, 2007.
- Remaining increment of employee stock option to purchase 6,662 shares of common stock to vest on February 7, 2006.

CATHERINE S BRUNE

06/06/2005

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

* 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.

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 Number.