

**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>MCCABE MICHAEL J</u>  (Last) (First) (Middle) <u>C/O THE ALLSTATE CORPORATION</u> <u>2775 SANDERS ROAD</u>  (Street) <u>NORTHBROOK IL 60062-6127</u>  (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 <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>V.P. and General Counsel</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/31/2005</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/31/2005		M		11,250	A	\$31.78	57,108.313 <sup>(1)</sup>	D	
Common Stock	08/31/2005		M		51,500	A	\$33.38	108,608.313 <sup>(1)</sup>	D	
Common Stock	08/31/2005		F <sup>(2)</sup>		1,407	D	\$55.26	107,201.313 <sup>(1)</sup>	D	
Common Stock	08/31/2005		S		55,191	D	\$54.9	52,010.313 <sup>(1)</sup>	D	
Common Stock	08/31/2005		F <sup>(2)</sup>		6,005	D	\$55.26	46,005.313 <sup>(1)</sup>	D	
Common Stock								500	I	by Son
Common Stock								2,489.5078 <sup>(3)</sup>	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					
Employee Stock Option (right to buy)	\$31.78	08/31/2005		M		11,250		02/07/2004 <sup>(4)</sup>	02/07/2013	Common Stock 11,250	\$31.78	33,750	D	
Employee Stock Option (right to buy)	\$33.38	08/31/2005		M		51,500		02/07/2003 <sup>(5)</sup>	02/07/2012	Common Stock 51,500	\$33.38	51,500	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 December 3, 2004.
- Delivery of shares to issuer to pay minimum tax withholding liability incurred in connection with the exercise.
- Reflects acquisition of 13,5022 shares of The Allstate Corporation common stock since June 20, 2005 under The Savings and Profit Sharing Fund of Allstate Employees, a 401(k) plan, pursuant to the most recent plan statement, dated August 31, 2005.
- Remaining installments of 11,250 shares vested on February 7, 2005, 11,250 shares vest on February 7, 2006 and 11,250 shares vest on February 7, 2007.
- Remaining installments of 25,750 shares vested on February 7, 2005 and 25,750 shares vest on February 7, 2006.

Katherine A. Smith for Michael J. McCabe 09/02/2005

\*\* Signature of Reporting Person Date

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.

