SEC Form 4

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* SMITH JOSHUA I (Last) (First) (Middle) 5801 NICHOLSON LANE SUITE 902 (Street) NORTH BETHESDA MD 20852 (City) (State) (Zip)	2. Issuer Name **and** Ticker or Trading Symbol **ALLSTATE CORP** [ALL] 3. Date of Earliest Transaction (Month/Day/Year) 01/06/2005 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner Officer (give title below) Other (specify below) 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 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	01/06/2005		M		3,000	A	$36.47	3,000	D	
Common Stock	01/06/2005		S		3,000	D	$50.8339	0	D	
Common Stock	01/06/2005		M		2,667	A	$38.22	2,667	D	
Common Stock	01/06/2005		S		2,667	D	$50.8339	0	D	
Common Stock	01/06/2005		M		1,334	A	$36.3	1,334	D	
Common Stock	01/06/2005		S		1,334	D	$50.8339	0	D	

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	Amount or Number of Shares				
Non-Employee Director Stock Option (right to buy)	$36.3	01/06/2005		M			1,334	06/01/2004[1]	06/01/2013	Common Stock	1,334	$36.3	2,666	D	
Non-Employee Director Stock Option (right to buy)	$36.47	01/06/2005		M			3,000	06/01/2000	06/01/2009	Common Stock	3,000	$36.47	0	D	
Non-Employee Director Stock Option (right to buy)	$38.22	01/06/2005		M			2,667	06/01/2003[2]	06/01/2012	Common Stock	2,667	$38.22	1,333	D	

Explanation of Responses:

1. Option to purchase 2,666 shares of common stock exercisable in two remaining increments, each for half of the total number of said shares, such installments to vest on June 1, 2005 and June 1, 2006.

2. Option to purchase 1,333 shares of common stock, remaining increment to vest on June 1, 2005.

JOSHUA I SMITH   01/10/2005
** 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).