Rommel Douglas W Form 4 May 15, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

See Instruction 1(b).

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Rommel Douglas W

Symbol

5. Relationship of Reporting Person(s) to

Issuer

AMERICAN GREETINGS CORP

2. Issuer Name and Ticker or Trading

(Check all applicable)

[AM]

(Last) (First) (Middle)

(Street)

(State)

3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner X_ Officer (give title Other (specify below) below)

6. Individual or Joint/Group Filing(Check

05/13/2013

Senior Vice President

4. If Amendment, Date Original

Filed(Month/Day/Year) 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

CLEVELAND, OH 44144

ONE AMERICAN ROAD

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

(Zip)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) Transaction(s)

or (Instr. 3 and 4) Code V Amount (D) Price

Class A Common

(City)

05/13/2013

7,080 Α (1)

\$0 61,420.722 (2) D

Class A Common

Shares

Shares

 $9,933.56 \frac{(3)}{}$

by Prof. Shar. Plan

SEC 1474

(9-02)

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amount of		Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative				Securities		(Instr. 5)	Bene
	Derivative				Securities Acquired (A) or			(Instr. 3	and 4)		Own
	Security										Follo
	•										Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3, 4, and 5)						
								Λ.	mount		
									mount		
						Date	Expiration Date	Title N	r Jumber		
						Exercisable		Title Numb			
				C + V	(A) (D)						
			Code V (A) (D)					S	hares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Rommel Douglas W ONE AMERICAN ROAD CLEVELAND, OH 44144

Senior Vice President

Signatures

Christopher W. Haffke, Power of Attorney for Douglas W. Rommel

05/15/2013

**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).

Represents restricted stock units granted to the reporting person on May 13, 2013. The restricted stock units will vest and shares will be issued equally on the first and second anniversaries of the date of grant, subject to continued employment of the reporting person. Under

- the terms of the agreement and plan of merger dated March 29, 2013, by and among American Greetings Corporation, Century Intermediate Holding Company ("Parent"), and Century Merger Company, a wholly-owned subsidiary of Parent, if the merger contemplated thereby is completed, it is expected that these restricted stock units would remain outstanding and be subject to existing terms and conditions. However, if vested, they would be settled in cash rather than in Class A common shares.
- (2) Includes increases in holdings pursuant to reporting person's participation in American Greetings Dividend Reinvestment Program.
- Represents amounts held in the issuer stock fund of the American Greetings Retirement Profit Sharing and Savings Plan. The reporting person's ownership interest in the stock fund is represented by "units," which consist of the issuer's Class A common shares and a small cash reserve fund. The amount reported reflects the estimated number of Class A common shares and per share price represented by the "units" held by the reporting person.

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.

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