HUTTON THOMAS C

Form 4 May 27, 2010

FORM 4

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

OMB

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

3235-0287 Number: January 31, Expires: 2005

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OMB APPROVAL

Estimated average burden hours per response...

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HUTTON THOMAS C			2. Issuer Name and Ticker or Trading Symbol CHEMED CORP [CHE]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 1270 AVENUAMERICAS		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/27/2010	_X_ Director 10% Owner Officer (give title Other (specibelow)		
AMERICAS, SUITE 1905 (Street)		J	4. If Amendment, Date Original Filed(Month/Day/Year)	vice president 6. Individual or Joint/Group Filing(Check Applicable Line)		
NEW YORK, NY 10020				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Ta	le I - Non-Derivative Securities Acquired, Disposed of, or Be	neficially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired 5. Amount of Form: I Code (Instr. 3, 4 and 5) Beneficially (D) or Indirect Following (Instr. 4) or Code V Amount (D) Price 5. Amount of Securities Form: I (D) or Owned Indirect Following (Instr. 4) (Instr. 3 and 4)	Direct Indirect Beneficial (I) Ownership
capital stock	05/27/2010		S 6,000 D \$ 29,076 D	
capital stock			3,026 I	by spouse
capital stock			6,058 I	by son
capital stock			6,070 I	by daughter
capital stock			5,900 I	by son

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

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SEC 1474 (9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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	e and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration D	ate	Amou	nt of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	
	Derivative				Securities			(Instr.	3 and 4)		
	Security				Acquired						
	·				(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Keiauonsinps					
	Director	10% Owner	Officer	Other		

HUTTON THOMAS C 1270 AVENUE OF THE AMERICAS SUITE 1905 NEW YORK, NY 10020

X vice president

Dolotionchine

Signatures

Thomas C. Using the Hutton 05/27/2010

**Signature of Date
Reporting Person

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.

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