

COCA COLA ENTERPRISES INC
 Form 4/A
 February 16, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 JOHNSTON SUMMERFIELD K JR

2. Issuer Name and Ticker or Trading Symbol
 COCA COLA ENTERPRISES INC [CCE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

SUITE 700, 2500 WINDY RIDGE PARKWAY

07/07/2004

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
 07/08/2004

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

ATLANTA, GA 30339

(City) (State) (Zip)

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	07/07/2004		S(1)		10,300	D	\$ 27.77
Common Stock	07/07/2004		S(1)		4,000	D	\$ 27.83
Common Stock	07/07/2004		S(1)		3,600	D	\$ 27.84
Common Stock	07/07/2004		S(1)		1,100	D	\$ 27.86
Common Stock	07/07/2004		S(1)		200	D	\$ 27.87

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Common Stock	07/07/2004	<u>S(1)</u>	5,500	D	\$ 27.88	22,016,233	D	
Common Stock	07/07/2004	<u>S(1)</u>	3,400	D	\$ 27.89	22,012,833	D	
Common Stock	07/07/2004	<u>S(1)</u>	1,200	D	\$ 27.9	22,011,633	D	
Common Stock	07/07/2004	<u>S(1)</u>	400	D	\$ 27.91	22,011,233	D	
Common Stock	07/07/2004	<u>S(1)</u>	7,200	D	\$ 27.92	22,004,033	D	
Common Stock	07/07/2004	<u>S(1)</u>	3,400	D	\$ 27.93	22,000,633	D	
Common Stock	07/07/2004	<u>S(1)</u>	27,600	D	\$ 27.94	21,973,033	D	
Common Stock	07/07/2004	<u>S(1)</u>	29,600	D	\$ 27.95	21,943,433	D	
Common Stock	07/07/2004	<u>S(1)</u>	5,900	D	\$ 27.96	21,937,533	D	
Common Stock	07/07/2004	<u>S(1)</u>	4,000	D	\$ 27.97	21,933,533	D	
Common Stock	07/07/2004	<u>S(1)</u>	5,600	D	\$ 27.98	21,927,933	D	
Common Stock	07/07/2004	<u>S(1)</u>	7,200	D	\$ 27.99	21,920,733	D	
Common Stock	07/07/2004	<u>S(1)</u>	6,300	D	\$ 28.06	21,914,433	D	
Common Stock	07/07/2004	<u>S(1)</u>	2,100	D	\$ 28.12	21,912,333	D	
Common Stock	07/07/2004	<u>S(1)</u>	3,500	D	\$ 28.15	21,908,833	D	
Common Stock	07/07/2004	<u>S(1)</u>	4,500	D	\$ 28.16	21,904,333	D	
Common Stock	07/07/2004	<u>S(1)</u>	2,400	D	\$ 28.17	21,901,933	D	
Common Stock	07/07/2004	<u>S(1)</u>	2,600	D	\$ 28.18	21,899,333	D	
Common Stock	07/07/2004	<u>S(1)</u>	1,100	D	\$ 28.19	21,898,233	D	
Common Stock						10,000	I	Limited Liability Partnership

Common Stock	1,598,541	I	Co-trustee of Son's Trust
Common Stock	3,943,968	I	Co-trustee of Family Trust
Common Stock	1,244,548	I	Co-trustee of Daughter's Trust
Common Stock	30,481	I	By Spouse
Common Stock	14,026	I	By 401(k)

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 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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOHNSTON SUMMERFIELD K JR SUITE 700 2500 WINDY RIDGE PARKWAY ATLANTA, GA 30339	X			

Signatures

By: E. Liston Bishop III,
Attorney-in-Fact

02/15/2005

__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).
- (1) The sales reported on this Form 4 all were effected pursuant to a Rule 10b5-1 plan adopted by the reporting person on May 5, 2004, effective as of June 7, 2004

Remarks:

Amended to change column 4 code from "A" to "D" for sale of 7,200 shares at \$27.99.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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