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ADAMS EXPRESS CO  
Form 13F-HR  
October 27, 2005

UNITED STATES  
SECURITIES & EXCHANGE COMMISSION  
Washington, D.C. 20549  
Form 13F  
Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended September 30, 2005

Check here if Amendment [ ]; Amendment Number:

This amendment (Check only one.) : [ ] is a restatement  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: The Adams Express Company  
Address: 7 St. Paul Street, Suite 1140  
Baltimore, MD 21202

Form 13F File Number: 28-597

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Christine M. Sloan  
Title: Assistant Treasurer  
Phone: (410) 752-5900

Signature, Place, and Date of Signing:

|                    |               |                  |
|--------------------|---------------|------------------|
| Christine M. Sloan | Baltimore, MD | October 27, 2005 |
| [Signature]        | [City, State] | [Date]           |

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other

[ ] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager (s).)

List of Other Managers Reporting for this Manager:

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Form 13F File Number Name  
28

[Repeat as necessary.]

Form 13F SUMMARY PAGE  
Report Summary:

Number of Other Included Managers: 0  
Form 13F Information Table Entry Total: 83  
Form 13F Information Table Value Total: \$ 1,233,600  
(in thousands)

List of Other Included Managers:

Provide a numbered list of the name (s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No. Form 13-F File No. Name  
28-

[Repeat as necessary.]

| COLUMN 1<br>NAME OF ISSUER | COLUMN 2<br>TITLE OF CLASS | COLUMN 3<br>CUSIP | COLUMN 4<br>VALUE IN<br>000's | COLUMN 5<br>SHARES/PRN<br>AMOUNT | COLUMN 6<br>SH/PUT/<br>PRNCALL | COLUMN 7<br>INVSTM<br>DISCRETN | COLUMN 8<br>OTHER<br>MANAGERS | COLUMN 9<br>VO |
|----------------------------|----------------------------|-------------------|-------------------------------|----------------------------------|--------------------------------|--------------------------------|-------------------------------|----------------|
| 3M COMPANY                 | COM                        | 88579Y101         | 11,738                        | 160,000                          | SH                             | SOLE                           |                               | 16             |
| ABBOTT LABS                | COM                        | 002824100         | 14,840                        | 350,000                          | SH                             | SOLE                           |                               | 35             |
| AIR PRODUCTS & CHEMICALS   | COM                        | 009158106         | 13,785                        | 250,000                          | SH                             | SOLE                           |                               | 25             |
| ALLTEL CORP.               | COM                        | 020039103         | 19,533                        | 300,000                          | SH                             | SOLE                           |                               | 30             |
| AMBAC FINANCIAL GROUP      | COM                        | 023139108         | 21,258                        | 295,000                          | SH                             | SOLE                           |                               | 29             |
| AMERICAN INT'L GROUP INC   | COM                        | 026874107         | 30,980                        | 500,000                          | SH                             | SOLE                           |                               | 50             |
| AQUA AMERICA, INC.         | COM                        | 03836W103         | 34,218                        | 900,000                          | SH                             | SOLE                           |                               | 90             |
| AUTOMATIC DATA PROCESSIN   | COM                        | 053015103         | 12,912                        | 300,000                          | SH                             | SOLE                           |                               | 30             |
| AVAYA INC.                 | COM                        | 053499109         | 6,180                         | 600,000                          | SH                             | SOLE                           |                               | 60             |
| BANK OF AMERICA            | COM                        | 060505104         | 23,155                        | 550,000                          | SH                             | SOLE                           |                               | 55             |
| BANKATLANTIC BANCORP       | CL A                       | 065908501         | 5,097                         | 300,000                          | SH                             | SOLE                           |                               | 30             |
| BEA SYSTEMS INC.           | COM                        | 073325102         | 7,184                         | 800,000                          | SH                             | SOLE                           |                               | 80             |
| BELLSOUTH CORP             | COM                        | 079860102         | 5,260                         | 200,000                          | SH                             | SOLE                           |                               | 20             |
| BJ WHOLESALE CLUB          | COM                        | 05548J106         | 13,900                        | 500,000                          | SH                             | SOLE                           |                               | 50             |
| BLACK HILLS CORP           | COM                        | 092113109         | 10,626                        | 245,000                          | SH                             | SOLE                           |                               | 24             |

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|                          |               |           |        |           |    |      |     |
|--------------------------|---------------|-----------|--------|-----------|----|------|-----|
| BP P.L.C.                | SPONSORED ADR | 055622104 | 19,130 | 270,000   | SH | SOLE | 27  |
| BRISTOL MYERS SQUIBB     | COM           | 110122108 | 8,301  | 345,000   | SH | SOLE | 34  |
| BUNGE LTD.               | COM           | G16962105 | 10,787 | 205,000   | SH | SOLE | 20  |
| CINTAS CORP.             | COM           | 172908105 | 12,315 | 300,000   | SH | SOLE | 30  |
| CISCO SYSTEMS            | COM           | 17275R102 | 21,516 | 1,200,000 | SH | SOLE | 1,2 |
| CLEAR CHANNEL COMMUNICAT | COM           | 184502102 | 11,512 | 350,000   | SH | SOLE | 35  |
| COMCAST CORP.            | CL A          | 20030N101 | 10,283 | 350,000   | SH | SOLE | 35  |
| COMPASS BANKSHARES INC.  | COM           | 20449H109 | 13,749 | 300,000   | SH | SOLE | 30  |
| CONOCOPHILLIPS           | COM           | 20825C104 | 26,566 | 380,000   | SH | SOLE | 38  |
| CORNING INC              | COM           | 219350105 | 11,888 | 615,000   | SH | SOLE | 61  |
| CREE INC.                | COM           | 225447101 | 12,510 | 500,000   | SH | SOLE | 50  |
| CURTISS-WRIGHT CORP      | COM           | 231561101 | 12,064 | 195,500   | SH | SOLE | 19  |
| DEAN FOODS               | COM           | 242370104 | 19,430 | 500,000   | SH | SOLE | 50  |
| DEL MONTE FOODS          | COM           | 24522P103 | 11,964 | 1,115,000 | SH | SOLE | 1,1 |
| DELL INC.                | COM           | 24702R101 | 13,680 | 400,000   | SH | SOLE | 40  |
| DIAMONDCLUSTER INTERNATI | COM           | 25278P106 | 3,771  | 497,500   | SH | SOLE | 49  |
| DONNELLEY R R & SONS CO. | COM           | 257867101 | 9,638  | 260,000   | SH | SOLE | 26  |
| DUKE ENERGY CORP.        | COM           | 264399106 | 17,839 | 611,560   | SH | SOLE | 61  |
| DUPONT EI DE NEMOURS     | COM           | 263534109 | 14,101 | 360,000   | SH | SOLE | 36  |
| EMERSON ELECTRIC         | COM           | 291011104 | 14,360 | 200,000   | SH | SOLE | 20  |
| EXXON MOBIL CORP.        | COM           | 30231G102 | 8,260  | 130,000   | SH | SOLE | 13  |
| FIFTH THIRD BANC         | COM           | 316773100 | 9,917  | 270,000   | SH | SOLE | 27  |
| GANNETT INC.             | COM           | 364730101 | 6,711  | 97,500    | SH | SOLE | 97  |
| GENENTECH, INC           | COM           | 368710406 | 20,210 | 240,000   | SH | SOLE | 24  |
| GENERAL ELECTRIC CO.     | COM           | 369604103 | 50,091 | 1,487,700 | SH | SOLE | 1,4 |
| HCA INC.                 | COM           | 404119109 | 14,855 | 310,000   | SH | SOLE | 31  |
| ILLINOIS TOOL WORKS      | COM           | 452308109 | 10,291 | 125,000   | SH | SOLE | 12  |
| INTEL CORP               | COM           | 458140100 | 7,642  | 310,000   | SH | SOLE | 31  |
| INVESTORS FINANCIAL SERV | COM           | 461915100 | 12,502 | 380,000   | SH | SOLE | 38  |
| JOHNSON & JOHNSON        | COM           | 478160104 | 16,136 | 255,000   | SH | SOLE | 25  |
| KEYSPAN CORP.            | COM           | 49337W100 | 5,149  | 140,000   | SH | SOLE | 14  |
| LAB CORP. OF AMERICA     | COM           | 50540R409 | 11,447 | 235,000   | SH | SOLE | 23  |
| LUCENT TECHNOLOGIES      | COM           | 549463107 | 9,425  | 2,900,000 | SH | SOLE | 2,9 |
| MARTIN MARIETTA MATERIAL | COM           | 573284106 | 9,415  | 120,000   | SH | SOLE | 12  |
| MDU RESOURCES GROUP, INC | COM           | 552690109 | 20,499 | 575,000   | SH | SOLE | 57  |
| MEDIMMUNE INC.           | COM           | 584699102 | 7,571  | 225,000   | SH | SOLE | 22  |
| MEDTRONIC INC.           | COM           | 585055106 | 16,622 | 310,000   | SH | SOLE | 31  |
| MICROSOFT CORP           | COM           | 594918104 | 29,332 | 1,140,000 | SH | SOLE | 1,1 |
| MURPHY OIL CORP.         | COM           | 626717102 | 10,453 | 209,600   | SH | SOLE | 20  |
| NEWELL RUBBERMAID INC.   | COM           | 651229106 | 11,665 | 515,000   | SH | SOLE | 51  |
| NORTHFORK BANKCORP       | COM           | 659424105 | 11,475 | 450,000   | SH | SOLE | 45  |
| ORACLE CORP              | COM           | 68389X105 | 10,903 | 880,000   | SH | SOLE | 88  |
| OUTBACK STEAKHOUSE INC.  | COM           | 689899102 | 10,980 | 300,000   | SH | SOLE | 30  |
| PEPSI CO. INC.           | COM           | 713448108 | 24,952 | 440,000   | SH | SOLE | 44  |
| PETROLEUM & RESOURCES CO | COM           | 716549100 | 69,411 | 1,985,996 | SH | SOLE | 1,9 |
| PFIZER INC               | COM           | 717081103 | 27,966 | 1,120,000 | SH | SOLE | 1,1 |
| PROCTER & GAMBLE COMPANY | COM           | 742718109 | 20,216 | 340,000   | SH | SOLE | 34  |
| PROVIDENT BANKSHARES COR | COM           | 743859100 | 3,826  | 110,000   | SH | SOLE | 11  |
| ROHM & HAAS CO.          | COM           | 775371107 | 16,452 | 400,000   | SH | SOLE | 40  |
| SAFEWAY, INC             | COM           | 786514208 | 10,829 | 423,000   | SH | SOLE | 42  |
| SAPIENT CORP             | COM           | 803062108 | 7,188  | 1,150,000 | SH | SOLE | 1,1 |
| SBC COMMUNICATIONS       | COM           | 78387G103 | 14,262 | 595,000   | SH | SOLE | 59  |
| SCHLUMBERGER LTD         | COM           | 806857108 | 16,032 | 190,000   | SH | SOLE | 19  |
| SIEBEL SYSTEMS INC.      | COM           | 826170102 | 8,264  | 800,000   | SH | SOLE | 80  |
| SMURFIT-STONE CONTAINER  | COM           | 832727101 | 6,734  | 650,000   | SH | SOLE | 65  |
| SOLETRON CORP            | COM           | 834182107 | 7,234  | 1,850,000 | SH | SOLE | 1,8 |
| SYMANTEC CORP.           | COM           | 871503108 | 9,064  | 400,000   | SH | SOLE | 40  |
| TARGET CORP.             | COM           | 87612E106 | 21,291 | 410,000   | SH | SOLE | 41  |
| THE COCA-COLA CO.        | COM           | 191216100 | 8,638  | 200,000   | SH | SOLE | 20  |
| UNILEVER PLC ADR         | SPON ADR NEW  | 904767704 | 14,566 | 345,000   | SH | SOLE | 34  |
| UNITED PARCEL SERVICES,  | COM CL B      | 911312106 | 10,715 | 155,000   | SH | SOLE | 15  |
| UNITED TECHNOLOGIES      | COM           | 913017109 | 15,552 | 300,000   | SH | SOLE | 30  |

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|                        |               |           |           |         |    |      |    |
|------------------------|---------------|-----------|-----------|---------|----|------|----|
| VODAFONE GROUP PLC     | SPONSORED ADR | 92857W100 | 12,793    | 492,613 | SH | SOLE | 49 |
| WACHOVIA CORP. NEW     | COM           | 929903102 | 17,608    | 370,000 | SH | SOLE | 37 |
| WELLS FARGO COMPANY    | COM           | 949746101 | 23,428    | 400,000 | SH | SOLE | 40 |
| WILMINGTON TRUST CORP. | COM           | 971807102 | 15,309    | 420,000 | SH | SOLE | 42 |
| WYETH COMPANY          | COM           | 983024100 | 15,038    | 325,000 | SH | SOLE | 32 |
| ZIMMER HLDGS INC.      | COM           | 98956P102 | 8,611     | 125,000 | SH | SOLE | 12 |
|                        |               |           | 1,233,600 |         |    |      |    |