

US BANCORP \DE\  
Form 4  
May 01, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

**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 \*  
DAVIS RICHARD K

(Last) (First) (Middle)

U.S. BANCORP, 800 NICOLLET MALL

(Street)

MINNEAPOLIS, MN 55402

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
US BANCORP \DE\ [USB]

3. Date of Earliest Transaction (Month/Day/Year)  
04/29/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Chairman, President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, \$0.01 par value	04/29/2008		S		1,500 D \$ 34.49	D	241,565.9882
Common Stock, \$0.01 par value	04/29/2008		S		1,100 D \$ 34.5	D	240,465.9882
Common Stock, \$0.01 par value	04/29/2008		S		800 D \$ 34.51	D	239,665.9882

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Common Stock, \$0.01 par value	04/29/2008	S	800	D	\$ 34.52	238,865.9882	D
Common Stock, \$0.01 par value	04/29/2008	S	300	D	\$ 34.53	238,565.9882	D
Common Stock, \$0.01 par value	04/29/2008	S	600	D	\$ 34.55	237,965.9882	D
Common Stock, \$0.01 par value	04/29/2008	S	400	D	\$ 34.58	237,565.9882	D
Common Stock, \$0.01 par value	04/29/2008	S	400	D	\$ 34.64	237,165.9882	D
Common Stock, \$0.01 par value	04/29/2008	S	400	D	\$ 34.65	236,765.9882	D
Common Stock, \$0.01 par value	04/29/2008	S	400	D	\$ 34.66	236,365.9882	D
Common Stock, \$0.01 par value	04/29/2008	S	700	D	\$ 34.67	235,665.9882	D
Common Stock, \$0.01 par value	04/29/2008	S	200	D	\$ 34.68	235,465.9882	D
Common Stock, \$0.01 par value	04/29/2008	S	800	D	\$ 34.69	234,665.9882	D
Common Stock, \$0.01 par value	04/29/2008	S	1,000	D	\$ 34.7	233,665.9882	D
	04/29/2008	S	1,500	D		232,165.9882	D

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Common Stock, \$0.01 par value					\$ 34.71			
Common Stock, \$0.01 par value	04/29/2008	S	100	D	\$ 34.72	232,065.9882	D	
Common Stock, \$0.01 par value	04/29/2008	S	1,700	D	\$ 34.73	230,365.9882	D	
Common Stock, \$0.01 par value	04/29/2008	S	200	D	\$ 34.74	230,165.9882	D	
Common Stock, \$0.01 par value	04/29/2008	S	300	D	\$ 34.76	229,865.9882	D	
Common Stock, \$0.01 par value	04/29/2008	S	100	D	\$ 34.77	229,765.9882	D	
Common Stock, \$0.01 par value	04/29/2008	S	100	D	\$ 34.79	229,665.9882	D	
Common Stock, \$0.01 par value						10,270.6199 <sup>(1)</sup>	I	By 401(k) plan
Common Stock, \$0.01 par value						60,999	I	By Spouse's Trust

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

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SEC 1474  
(9-02)

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

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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. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAVIS RICHARD K U.S. BANCORP 800 NICOLLET MALL MINNEAPOLIS, MN 55402			Chairman, President and CEO	

## Signatures

Lee R. Mitau for Richard K. Davis  
Date: 05/01/2008

\*\*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) Based on a plan report dated March 31, 2008, the most recent plan report available.

### Remarks:

A. The transactions reported on this form were made pursuant to a written 10b5-1 trading plan adopted in accordance with SEC Rule 10b5-1.  
 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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