## Edgar Filing: J P MORGAN CHASE & CO - Form 4

J P MORG Form 4 July 05, 20	AN CHASE & CO	)									
FOR								OMB A	PPROVAL		
	STATES		RITIES A	COMMISSION	OMB Number:	3235-0287					
Check this box if no longer subject to Section 16.				NGES IN SECUF		Expires: January 31 2009 Estimated average burden hours per					
Form 4 or Form 5 obligations may continue. See Instruction 1(b). 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											
(Print or Type	e Responses)										
1. Name and Address of Reporting Person <u>*</u> WELDON WILLIAM C			Symbol	er Name <b>and</b>		Trading	Issuer	5. Relationship of Reporting Person(s) to Issuer			
(Least)	Middle)					(Check all applicable)					
(Last) (First) (Middle) JPMORGAN CHASE & CO., 270 PARK AVENUE				of Earliest T Day/Year) 2006	ransaction		X_ Director 10% Owner Officer (give title Other (specify below) below)				
				endment, Day/Yea	-	ll	Applicable Line) _X_ Form filed by	X_Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Securities A	cquired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	Securities I Beneficially ( Owned (	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: R	eport on a separate line	e for each cl	ass of sec	urities benet	ficially own	ned directly o	or indirectly.				
					inforn	nation cont	pond to the collect ained in this form	are not	SEC 1474 (9-02)		

information contained in this form are not (9required to respond unless the form displays a currently valid OMB control number.

 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. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Common Stock Equivalents	<u>(1)</u>	06/30/2006		A		441.2283		(2)	(2)	Common Stock	441.22

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
WELDON WILLIAM C JPMORGAN CHASE & CO. 270 PARK AVENUE NEW YORK, NY 100172070	Х							
Signatures								
By: /s/ Anthony Horan under POA	0	07/05/2006						
<u>**</u> 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) 1-for-1

(2) Deferral of quarterly retainer, payable in cash following termination of service as director.

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.