

BOUC DON R
Form 4
June 20, 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 *
BOUC DON R

(Last) (First) (Middle)

121 SOUTH 13TH STREET, SUITE 201

(Street)

LINCOLN, NE 68508

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NELNET INC [NNI]

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

06/17/2005

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)

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 (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Class A Common Stock	06/17/2005		S ⁽¹⁾		4,000 D \$ 37	175,900 ⁽²⁾	I ⁽²⁾ By CRUT ⁽²⁾
Class A Common Stock	06/17/2005		S ⁽¹⁾		2,000 D \$ 37.15	173,900 ⁽²⁾	I ⁽²⁾ By CRUT ⁽²⁾
Class A Common Stock	06/17/2005		S ⁽¹⁾		2,500 D \$ 37.26	171,400 ⁽²⁾	I ⁽²⁾ By CRUT ⁽²⁾
Class A Common	06/17/2005		S ⁽¹⁾		8,834 D \$ 37.3	162,566 ⁽²⁾	I ⁽²⁾ By CRUT ⁽²⁾

Stock

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)

Table with 10 columns: 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 Beneficially (Instr. 3, 4, and 5)

Reporting Owners

Table with 5 columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Row: BOUC DON R, 121 SOUTH 13TH STREET, SUITE 201 LINCOLN, NE 68508, X

Signatures

Table with 2 columns: Signature, Date. Row: /William J. Munn, Attorney-in-Fact for Don R. Bouc/, 06/20/2005

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) Sales were effected pursuant to a Rule 10b5-1 trading plan adopted on March 17, 2005.
(2) See Remarks below.

Remarks:

As of June 17, 2005 and after taking into effect the transactions reported herein, the reporting person beneficially owns the follo

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