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DRISCOLL WILLIAM LINDEKE

Form 4

December 04, 2012

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Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

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 may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Common

Stock

(Print or Type Responses)

| 1. Name and Address of Reporting Person * DRISCOLL WILLIAM LINDEKE | | DEKE Symbol | 2. Issuer Name and Ticker or Trading Symbol POTLATCH CORP [PCH] | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
|--|---|---|---|---|------------------------------|---|--|--|---|--|
| (Last) | (First) (M | | 3. Date of Earliest Transaction | | | | (Check all applicable) | | | |
| (====) | (= 1227) | , | (Month/Day/Year) | | | _X_ Director | 109 | % Owner | | |
| 601 W. FIR 1600 | | 11/30/2012 | | | | Officer (gives) | ve titleOth | ner (specify | | |
| | (Street) | 4. If Amo | endment, Da | te Original | l | | 6. Individual or Joint/Group Filing(Check | | | |
| | nth/Day/Year) | | | | Applicable Line) | | | | | |
| SPOKANE, | | | | | | _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) | (State) | (Zip) Tab | le I - Non-D | erivative S | Securi | ties Ac | quired, Disposed | of, or Beneficia | ally Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | e 2A. Deemed Execution Date, if any (Month/Day/Year) | Code | 4. SecurionAcquired Disposed (Instr. 3, | d (A) od of (D) 4 and (A) or |)) | 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) | |
| Common Stock | 11/30/2012 | | <u>J(1)</u> | 4,900 | A | \$0 | 4,900 | I | Paragon LLC (2) | |
| Common Stock | | | | | | | 30,000 | I | Santa Fe LLC (3) | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

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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. | 6. Date Exerc | cisable and | 7. Titl | e and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|-------------------|------------|------------------------|-------------|---------|----------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | TransactionNumber | | Iumber Expiration Date | | Amou | nt of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivativ | e | | Securi | ities | (Instr. 5) | Bene |
| | Derivative | | | | Securities | 3 | | (Instr. | 3 and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | • | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | m: .1 | or | | |
| | | | | | | Exercisable | Date | Title | Number | | |
| | | | | ~ | | | | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

DRISCOLL WILLIAM LINDEKE

601 W. FIRST AVENUE, SUITE 1600 X

SPOKANE, WA 99201

Signatures

/s/ Lorrie D. Scott, Attorney-in-Fact

**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) Represents shares acquired by Paragon LLC of which the reporting person is the manager.
- (2) The reporting person is the manager of Paragon LLC.
- (3) Reflects shares transferred by the reporting person on November 30, 2012 to Santa Fe LLC of which the reporting person and a trust for the benefit of his children are members.

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.

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