## FORM 4

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

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	ROVAL
OMB Number:	3235-0287
Estimated average bu	rden
hours per response:	0.5

1.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

			01.36		ivestment Cor	npany Act of 1940						
1	dress of Reporting Per	rson*		er Name <b>and</b> Ticker		ymbol MS INC [ MMSI ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
BEAN REZ	<u>x C</u>						X	Director	10% 0	Dwner		
(Last) (First) (Middle) 1600 W. MERIT PARKWAY				of Earliest Transac 2004	tion (Month/D	ay/Year)		Officer (give title below)	Other below	(specify )		
(Street)			4. If Am	endment, Date of (	Original Filed	(Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group	Filing (Check Ap	plicable		
SOUTH	UT	84095					X	Form filed by One	Reporting Perso	on		
JORDAN	01	04095						Form filed by More Person	e than One Repo	orting		
(City)	(State)	(Zip)										
		Table I - Nor	n-Derivative S	ecurities Acq	uired, Dis	posed of, or Benefic	cially (	Dwned				
Date			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		

		(monalizay) (car)	, ,				Reported	(1) (1150.14)	(Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock, no par value	08/08/1988	08/08/1988	М		245,172 <sup>(1)</sup>	A	(2)	245,172 <sup>(1)</sup>	D <sup>(2)</sup>	
Common Stock, no par value	08/08/1988	08/08/1988	М		16,800(1)	A	(3)	16,800(1)	D <sup>(3)</sup>	
Common Stock, no par value	08/08/1988	08/08/1988	М		70,112 <sup>(1)</sup>	A	(4)	70,112 <sup>(1)</sup>	D <sup>(4)</sup>	
Common Stock, no par value	08/08/1988	08/08/1988	М		17,777(1)	A	(5)	17,777 <sup>(1)</sup>	D <sup>(5)</sup>	

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

(eigi, puto, builo, humano, ophono, bonventible securities)															
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. Transa Code ( 8)		Derivative Securities Acquired or Dispos	Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3,			of Securities			9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Nonqualified Stock Option (right to buy)	\$2.12 <sup>(1)</sup>	08/08/1988	08/08/1988	М		20,833 <sup>(1)</sup>		05/26/1999	05/26/2004	Common Stock	20,833	\$2.12 <sup>(1)</sup>	20,833 <sup>(1)</sup>	D	
Nonqualified Stock Option (right to buy)	\$1.62 <sup>(1)</sup>	08/08/1988	08/08/1988	М		20,833 <sup>(1)</sup>		05/24/2000	05/24/2005	Common Stock	20,833	\$1.62 <sup>(1)</sup>	20,833 <sup>(1)</sup>	D	
Nonqualified Stock Option (right to buy)	\$2.85 <sup>(1)</sup>	08/08/1988	08/08/1988	М		27,777 <sup>(1)</sup>		05/23/2001	05/23/2011	Common Stock	27,777	\$2.85 <sup>(1)</sup>	27,777 <sup>(1)</sup>	D	
Nonqualified Stock Option (right to buy)	<b>\$9.56</b> <sup>(1)</sup>	08/08/1988	08/08/1988	М		17,777 <sup>(1)</sup>		05/23/2002	05/23/2012	Common Stock	17,777	<b>\$</b> 9.56 <sup>(1)</sup>	17,777 <sup>(1)</sup>	D	
Nonqualified Stock Option (right to buy)	\$10.47 <sup>(1)</sup>	08/08/1988	08/08/1988	М		26,667 <sup>(1)</sup>		05/22/2003	05/22/2013	Common Stock	26,667	\$10.47 <sup>(1)</sup>	26,667 <sup>(1)</sup>	D	
Nonqualified Stock Option (right to buy)	\$21.67 <sup>(1)</sup>	12/13/2003	12/13/2003	A		15,000 <sup>(1)</sup>		12/13/2003	12/13/2013	Common Stock	15,000	\$21.67 <sup>(1)</sup>	15,000 <sup>(1)</sup>	D	

Explanation of Responses:

1. Numbers reflect (4 for 3) forward stock split effective 12/03/03

2. Bean Family Investment LLC

3. Rex Bean Trust (revocable)

4. Rex & Anita Bean Trust

5. Rex Bean Cert

 Rex C. Bean by Greg Barnett,

 Atty-in-Fact, per Pwr of Atty

 dated 9/14/02, a manually

 signed copy of which is on file

 with the SEC and is

 incorporated herein by reference

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.