

BERGY DEAN H
Form 4/A
December 22, 2008

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BERGY DEAN H

(Last) (First) (Middle)

2825 AIRVIEW BLVD.

(Street)

KALAMAZOO, MI 49002

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
STRYKER CORP [SYK]

3. Date of Earliest Transaction
(Month/Day/Year)
12/22/2008

4. If Amendment, Date Original
Filed(Month/Day/Year)
08/20/2008

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
____X____ Officer (give title _____ Other (specify
below) below)
V.P. & CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/18/2008		M		40,000	A	\$ 9.39 94,779
Common Stock	08/18/2008		F		19,644	D	\$ 66.89 75,135
Common Stock	08/18/2008		M		40,000	A	\$ 12.14 115,135
Common Stock	08/18/2008		F		20,617	D	\$ 66.89 94,518
Common Stock	08/18/2008		G		39,739	D	\$ 0 54,779

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Common Stock	08/18/2008	G	39,739	A	\$ 0	64,501	I	By Trust
Common Stock	08/19/2008	S	30,000	D	\$ 67.3216 (1)	34,501 (2)	I	By Trust
Common Stock						2,438	I	By 401K Plan

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)

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Common Stock	\$ 9.39	08/18/2008		M	40,000	(3) 10/21/2008	Common Stock 40,000
Common Stock	\$ 12.14	08/18/2008		M	40,000	(3) 04/19/2009	Common Stock 40,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BERGY DEAN H 2825 AIRVIEW BLVD. KALAMAZOO, MI 49002			V.P. & CFO	

Signatures

Dean H. Bergy 12/22/2008
 **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) Represents the average price for transactions in a range from \$67.25 to \$67.40.

Includes shares that have previously been inadvertently reported as being directly owned by the reporting person even though they had

(2) been gifted by the reporting person to a revocable trust of which certain members of his family are beneficiaries. The gifts to the trust occurred on November 15, 2004 (13,302 shares) and March 14, 2008 (11,460 shares).

(3) Employee stock option granted pursuant to the Stryker Corporation 1998 Stock Option Plan, exercisable as to 20% on each of the first five anniversaries of the date of grant.

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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