

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

OMB APPROVAL

OMB Number: 3235-0287  
Estimated average burden  
hours per response: 0.5

1. Name and Address of Reporting Person* <b>BENDER JOHN C</b>			2. Issuer Name and Ticker or Trading Symbol <b>BOISE CASCADE CORP [ BCC ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Sr. Vice President</b>			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/15/2004</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person			
<b>BOISE CASCADE CORPORATION</b> <b>1111 W. JEFFERSON ST.</b>			4. If Amendment, Date of Original Filed (Month/Day/Year)						
(Street)	<b>BOISE</b>	<b>ID</b>	<b>83702</b>						
(City)	(State)	(Zip)							

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								40,232	D	
Preferred Stock								831.7984	I	By ESOP Trust <sup>(1)</sup>

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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				
Stock Option (Right to Buy)	\$43.875							07/28/1996	07/28/2005	Common Stock	9,300		9,300	D	
Stock Option (Right to Buy)	\$31.375							07/26/1997	07/26/2006	Common Stock	9,300		9,300	D	
Stock Option (Right to Buy)	\$36.875							07/25/1998	07/25/2007	Common Stock	8,800		8,800	D	
Stock Option (Right to Buy)	\$29.375							02/11/2000	02/12/2009	Common Stock	2,600		2,600	D	
Stock Option (Right to Buy)	\$38.0625							07/29/2000	07/30/2009	Common Stock	29,000		29,000	D	
Stock Option (Right to Buy)	\$27.5							07/27/2001	07/28/2010	Common Stock	29,000		29,000	D	
Stock Option (Right to Buy)	\$24.75							09/27/2001	09/28/2010	Common Stock	15,500		15,500	D	
Stock Option (Right to Buy)	\$35.6							07/26/2002	07/27/2011	Common Stock	52,900		52,900	D	
Stock Option (Right to Buy)	\$27.76							07/24/2003	07/25/2012	Common Stock	44,000		44,000	D	
Phantom Stock Units	(2)	01/15/2004		A		203.9773		(3)	(4)	Common Stock	203.9773	\$33.88	18,084.7229	D	

## Explanation of Responses:

1. Represents number of shares beneficially owned as of January 15, 2004, based on information from plan administrator.  
2. Each phantom stock unit is equal in value to one share of the company's common stock.

3. Vested in participant stock units (and related dividend equivalent stock units) at all times. Company matching stock units (and related dividend equivalent stock units) vest as follows: (a) 100% upon participant's death, disability, or early or normal retirement; (b) 100% upon a change in control of the company; (c) 100% upon involuntary termination for reasons other than disciplinary reasons or termination as a result of the sale or permanent closure of a company facility, operating unit, or division; and (d) 20% on each anniversary of the date account was first credited with stock units under the plan. 20% is cumulative -- after 5 years, participant is completely vested in all stock units in his or her account, including any stock units allocated to the account in the future.

4. Shares of phantom stock are payable in shares of common stock in accordance with the participant's Deferred Compensation Distribution Election Agreement, except in the case of a change in control, in which case payment may be made in either cash or stock.

**Remarks:**

John C. Bender

01/16/2004

\*\* 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.**