

IRON MOUNTAIN INC/PA
Form 4
December 03, 2004

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 *
KENNY JOHN F JR

(Last) (First) (Middle)
8 BREWER WAY

(Street)

HINGHAM, MA 02043

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
IRON MOUNTAIN INC/PA [IRM]

3. Date of Earliest Transaction
(Month/Day/Year)
12/01/2004

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)
CFO & Executive VP

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: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, par value, \$.01 per share	12/01/2004		M		80,000 A \$ 9.4074	137,168	D
Common Stock, par value, \$.01 per share	12/01/2004		S		700 D \$ 30.29	136,468	D
Common Stock, par value, \$.01 per share	12/01/2004		S		3,900 D \$ 30.28	132,568	D

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Common Stock par value, \$.01 per share	12/01/2004	S	7,900	D	\$ 30.27	124,668	D
Common Stock, par value, \$.01 per share	12/01/2004	S	900	D	\$ 30.25	123,768	D
Common Stock, par value, \$.01 per share	12/01/2004	S	600	D	\$ 30.24	123,168	D
Common Stock, par value, \$.01 per share	12/01/2004	S	800	D	\$ 30.21	122,368	D
Common Stock, par value, \$.01 per share	12/01/2004	S	6,400	D	\$ 30.2	115,968	D
Common Stock, par value, \$.01 per share	12/01/2004	S	100	D	\$ 30.18	115,868	D
Common Stock, par value, \$.01 per share	12/01/2004	S	8,100	D	\$ 30.17	107,768	D
Common Stock, par value, \$.01 per share	12/01/2004	S	600	D	\$ 30.16	107,168	D
Common Stock, par value, \$.01 per share	12/01/2004	S	1,200	D	\$ 30.14	105,968	D
Common Stock, par value, \$.01 per share	12/01/2004	S	10,400	D	\$ 30.13	95,568	D
Common Stock, par value, \$.01 per share	12/01/2004	S	1,100	D	\$ 30.03	94,468	D
	12/01/2004	S	200	D	\$ 30.02	94,268	D

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Common Stock, par value, \$.01 per share									
Common Stock, par value, \$.01 per share	12/01/2004		S	3,400	D	\$ 30.01	90,868	D	
Common Stock, par value, \$.01 per share	12/01/2004		S	33,700	D	\$ 30	57,168	D	
Common Stock, par value, \$.01 per share	12/01/2004		G V	100	D	\$ 0	57,068	D	
Common Stock, par value, \$.01 per share	12/01/2004		M	<u>18,916</u> ⁽¹⁾	A	\$ 4.7778	75,984	D	
Common Stock, par value, \$.01 per share	12/01/2004		F	3,000	D	\$ 30.125	72,984 ⁽²⁾	D	
Common Stock, par value, \$.01 per share							25,683 ⁽³⁾	I	Shares held in name of wife and minor son

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)

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)		Title

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					Date Exercisable	Expiration Date		Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 9.4074	12/01/2004	M	80,000 (4)	07/31/2002	07/30/2007	Common Stock	80,000
Employee Stock Option (Right to Buy)	\$ 4.7778	12/01/2004	M	18,916	02/06/2001	02/05/2006	Common Stock	18,916

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KENNY JOHN F JR 8 BREWER WAY HINGHAM, MA 02043	X		CFO & Executive VP	

Signatures

John F. Kenny,
Jr. 12/03/2004

**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) Mr. Kenny exercised 18,916 shares of the ISO stock option granted to him on 2/6/96. There are 7,106 shares remaining on this stock option. As a result of the stock for stock (swap), a cash amount representing the difference between the fair market value of the 3,000 shares tendered and the exercise price of the 18,916 shares was also paid.
 - (2) Mr. Kenny holds 72,984 shares in direct ownership of Iron Mountain Common Stock.
 - (3) Mr. Kenny holds 25,188 shares indirectly in the name of his wife and 495 shares held in the name of his minor son.
 - (4) Mr. Kenny exercised 80,000 shares of the non-qualified stock option granted to him on 7/31/97. There are 276,103 shares remaining on this stock option.

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