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

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

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

1. Name and Address of Reporting Person*					2. Issuer Name and Ticker or Trading Symbol									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>HUTTON THOMAS C</u>															ctor	10%	Owner	
(Last) (First) (Middle) 1270 AVENUE OF THE AMERICAS SUITE 1905						3. Date of Earliest Transaction (Month/Day/Year) 11/16/2007									Officer (give title Other (specify below) vice president			
(Street) NEW YORK NY 10020						4. If Amendment, Date of Original Filed (Month/Day/Year) 11/19/2007									vidual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting			
(City) (State) (Zip)														Per	son			
	Tabl	e I - No	n-Deriv	ative	Se	curiti	es Ac	quired,	Dis	posed o	f, or	Bene	ficia	ly Own	ed			
			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 5)				Secui Benet Owne	ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
									v	Amount (A) or (D)		rice	Trans	action(s)	(Instr. 4)			
capital stock				11/16/2007						1,700 A		A :	\$55.7	78	36,737	D		
capital stock														3,026	I	by spouse		
capital stock															6,058	I	by son	
capital stock															6,070	I	by daughter	
capital stock															5,900	I	by son	
	Та													Owned				
2. Conversion or Exercise Price of Derivative Security	onversion Exercise (Month/Day/Year) Execution Date (Month/Day/Year) Transaction Code (Instr. 8) Securities				vative urities uired or oosed o) tr. 3, 4	and 4) Amour or Numbe				r. 3	Derivative Security	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
	ON THO (Fi ENUE OF 1905 ORK N (Si Ock	(First) (CENUE OF THE AMERICA 905 ORK NY Table (State) (Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) ENUE OF THE AMERICAS 905 DRK NY 10020 (State) (Zip) Table I - No Security (Instr. 3) OCK OCK OCK Conversion or Exercise Price of Derivative (Month/Day/Year) [Any (Month/Day/Pear)]	(First) (Middle) ENUE OF THE AMERICAS 905 DRK NY 10020 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Trans. Date (Month/It) Dck 11/16 Dck Dck Dck 11/16 Dck 12. Table II - Derivate (e.g., pt Conversion or Exercise Price of Derivative Price of Derivative (Month/Day/Year)	(First) (Middle) ENUE OF THE AMERICAS 905 Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Conversion or Exercise Price of Derivative Security 2. Transaction Date (Month/Day/Year) 3. 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Deemed Date Date Date Date Date Date Date Date	(Critical Middle) (First) (Middle) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Security (Instr. 3) Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code v Amount (A) or (D) or (D) or (D) or Exercise (B) or Exercise (B) or Exercise (B) or Exercise (B) or Exercise (A) or Exercise (B) or Exercise (A) or Exercise (B) or Exercise (B) or Exercise (B) or Exercise (Month/Day/Year) (Conversion of Exercise (B) or Exercise (Month/Day/Year) (Conversion of Exercise (B) or Exerci	CHEMED CORP [CHE] (First) (Middle) ENUE OF THE AMERICAS 905 ORK NY 10020 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Own Execution Date, (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Own Execution Date, (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Own Execution Date, (Month/Day/Year) Transaction (Month/Day/Year) A Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and Securities) Transaction (Month/Day/Year) A Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and Securities) Transaction (D) Price (D) Pr	CHEMED CORP [CHE] (First) (Middle) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Conversion Ock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported Transactions (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Conversion Date (e.g., puts, calls, warrants, options, convertible Securities) (Conversion Date (e.g., puts, calls, warrants, options, convertible Securities) (Conversion Date (e.g., puts, calls, warrants, options, convertible Securities) (Conversion Date (e.g., puts, calls, warrants, options, convertible Securities) (Conversion Date (e.g., puts, calls, warrants, options, convertible Securities) (Conversion Date (e.g., puts, calls, warrants, options, convertible Securities) (Conversion Date (e.g., puts, calls, warrants, options, convertible Securities) (Conversion Date (e.g., puts, calls, warrants, options, convertible Securities) (Conversion Date (e.g., puts, calls, warrants, options, convertible Securities) (Conversion Date (e.g., puts, calls, warrants, options, convertible Securities) (Conversion Date (e.g., puts, calls, warrants, options, convertible Securities) (Conversion Date (e.g., puts, calls, warrants, options, convertible Securities) (Conversion Date (e.g., puts, calls, warrants, options, convertible Securities) (Conversion Date (e.g., puts, calls, warrants, options, convertible Securities) (Conversion Date (e.g., puts, calls, warrants, options, calls, warrants, options, calls, warrants, options, calls, warrants,	CHEMED CORP [CHE] Service of THE AMERICAS POS CHEMED CORP [CHE] Service of THE AMERICAS POS CITIZEN (Middle) A. Il Amendment, Date of Original Filed (Month/Day/Year) Il/19/2007 A. Il Amendment, Date of Original Filed (Month/Day/Year) Il/19/2007 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) D. Transaction (Month/Day/Year) Security (Instr. 3) D. Transaction (Month/Day/Year) A. Il Amendment, Date of Original Filed (Month/Day/Year) Il/19/2007 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) D. Transaction (Month/Day/Year) Security (Instr. 3) D. Transaction (Month/Day/Year) A. Il Amendment, Date of Original Filed (Month/Day/Year) Security (Instr. 3) D. A. Securities Acquired (A) or Percentage of (D) (Instr. 3, 4 and Securities Acquired (A) or Percentage of (D) (Instr. 3, 4 and Securities Acquired (Month/Day/Year) D. Transaction (Month/Day/Year) Security (Instr. 3) D. Amount (A) or Price of G. Annount of Securities Acquired (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Postrative Month/Day/Year) D. Date (Month/Day/Year) D. Date (Month/Day/Y	

Explanation of Responses:

1. award of restricted stock vesting in full 12/01/2010.

Remarks:

Thomas C. Hutton

11/21/2007

** Signature of Reporting Person

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.