

American Reprographics CO
 Form 4
 May 17, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Chandramohan Sathiyamurthy

(Last) (First) (Middle)

C/O AMERICAN REPROGRAPHICS COMPANY, 700 NORTH CENTRAL AVENUE, SUITE 550

(Street)

GLENDALE, CA 91203

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

American Reprographics CO [ARP]

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

05/17/2006

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)
 Chairman of the Board and CEO

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 Indirect Beneficial Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common Stock | 05/17/2006 | | J | | 1,857,474 (1) | D | \$ 0 1,857,474 | I | By OCB Reprographics, Inc. (2) |
| Common Stock | 05/17/2006 | | J | | 416,074 (3) | A | \$ 0 698,718 | D | |
| Common Stock | 05/17/2006 | | J | | 666,180 (4) | D | \$ 0 666,181 | I | By Brownie's Blueprint Company, Inc. (5) |

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Common Stock 05/17/2006 J 279,796⁽⁶⁾ A \$ 0 978,514 D

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Chandramohan Sathiyamurthy C/O AMERICAN REPROGRAPHICS COMPANY 700 NORTH CENTRAL AVENUE, SUITE 550 GLENDALE, CA 91203 | X | X | Chairman of the Board and CEO | |

Signatures

/s/ Sathiyamurthy
Chandramohan 05/17/2006

**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 a non-liquidating pro-rata distribution of 1,857,474 shares of American Reprographics Company common stock to the shareholders of OCB Reprographics, Inc., of which the reporting person is a Director and 22.4% stockholder.
- (2) The reporting person disclaims beneficial ownership of the ARP common stock held by OCB Reprographics, Inc., except to the extent of his pecuniary interest therein and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of

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all of the reported shares for purposes of Section 16 or for any other purpose.

(3) Represents the shares received by the reporting person in the non-liquidating pro-rata distribution of American Reprographics Company common stock by OCB Reprographics, Inc. This transaction, combined with the non-liquidating pro-rata distribution described above, only represents a change in form of beneficial interest.

(4) Represents a non-liquidating pro-rata distribution of 666,180 shares of American Reprographics Company common stock to the shareholders of Brownie's Blueprint Company, Inc., of which the reporting person is a Director and 42% stockholder.

(5) The reporting person disclaims beneficial ownership of the ARP common stock held by Brownie's Blueprint Company, Inc., except to the extent of his pecuniary interest therein and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

(6) Represents the shares received by the reporting person in the non-liquidating pro-rata distribution of American Reprographics Company common stock by Brownie's Blueprint Company, Inc. This transaction, combined with the non-liquidating pro-rata distribution described above, only represents a change in form of beneficial interest.

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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