

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* <u>STUBBS MICHAEL B</u> (Last) (First) (Middle) <u>777 THIRD AVENUE</u> <u>18TH FLOOR</u> (Street) <u>NEW YORK NY 10017</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>DOVER CORP [DOV]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/29/2004</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	01/29/2004		S		2,775	D	\$40.92	1,110,465	I	By trust ⁽¹⁾⁽²⁾
Common Stock	01/29/2004		S		1,000	D	\$40.93	1,109,465	I	By trust ⁽¹⁾⁽²⁾
Common Stock	01/29/2004		S		2,000	D	\$40.91	1,107,465	I	By trust ⁽¹⁾⁽²⁾
Common Stock	01/29/2004		S		2,100	D	\$40.9	1,105,365	I	By trust ⁽¹⁾⁽²⁾
Common Stock	01/29/2004		S		500	D	\$40.94	1,104,865	I	By trust ⁽¹⁾⁽²⁾
Common Stock	01/29/2004		S		1,000	D	\$40.95	1,103,865	I	By trust ⁽¹⁾⁽²⁾
Common Stock	01/29/2004		S		700	D	\$40.92	82,272	I	By trust ⁽³⁾
Common Stock								50,000	I	By GRAT ⁽⁴⁾
Common Stock								34,701	I	By GRAT ⁽⁵⁾
Common Stock								17,500	I	By trust ⁽⁶⁾⁽⁷⁾
Common Stock								500	I	By spouse ⁽⁷⁾
Common Stock								1,255,488	I	By trust ⁽²⁾⁽⁸⁾
Common Stock								49,280	I	By trust ⁽⁷⁾⁽⁹⁾
Common Stock								550	I	By trust ⁽⁷⁾⁽¹⁰⁾
Common Stock								49,280	I	By trust ⁽⁷⁾⁽¹¹⁾
Common Stock								550	I	By trust ⁽⁷⁾⁽¹²⁾
Common Stock								37,002	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

