

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	
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1. Name and Address of Reporting Person* MACDONALD DONALD S			2. Issuer Name and Ticker or Trading Symbol BOISE CASCADE CORP [BCC]			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)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/23/2004			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person			
BCE PLACE, SUITE 2500 181 BAY STREET			4. If Amendment, Date of Original Filed (Month/Day/Year)						
(Street)	(City)	(State)	(Zip)						
TORONTO	A6	M5J 2T7							
(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	02/23/2004		M		22	A	\$2.5	222	D	
Common Stock	02/23/2004		S		22	D	\$33.19	200	D	
Common Stock								1,000	I	By Trust

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
Purchase Option	\$2.5	02/23/2004		M		16		07/01/2000	(1)	Common Stock	16	\$2.5	0	D	
Purchase Option	\$2.5	02/23/2004		M		6		07/01/2001	(1)	Common Stock	6	\$2.5	0	D	
Stock Option (Right to Buy)	\$32.5							07/31/1997	07/31/2006	Common Stock	1,500		1,500	D	
Stock Option (Right to Buy)	\$37.0625							08/01/1998	07/31/2007	Common Stock	1,500		1,500	D	
Stock Option (Right to Buy)	\$38.75							07/30/2000	07/30/2009	Common Stock	1,500		1,500	D	
Stock Option (Right to Buy)	\$36.2							07/31/2002	07/31/2011	Common Stock	2,000		2,000	D	
Stock Option (Right to Buy)	\$28.99							07/31/2003	07/31/2012	Common Stock	2,500		2,500	D	
Stock Option (Right to Buy)	\$24.79							07/31/2004	07/31/2013	Common Stock	3,000		3,000	D	

Explanation of Responses:

1. Option expires three years following option holder's termination as a director of the company.

Remarks:

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.