

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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).

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* <u>MILLER ALAN B</u>  (Last) (First) (Middle) <u>367 SOUTH GULPH ROAD</u>  (Street) <u>KING PRUSSIA PA 19406</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>UNIVERSAL HEALTH SERVICES INC [ uhs ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman, President &amp; CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/01/2005</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			

**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
Class A Common Stock	(1)	04/01/2005		G <sup>(2)</sup>			75,750	(3)	(4)	Class B Common Stock	75,750	(4)	0	D	
Class A Common Stock	(1)							(3)	(4)	Class B Common Stock	229,737 <sup>(5)</sup>		1,817,037	D	
Class A Common Stock	(1)							(3)	(4)	Class B Common Stock	(4)		444,447	I	A. Miller Family LLC
Class A Common Stock	(1)							(3)	(4)	Class B Common Stock	(4)		200,000	I	Jill Miller Trust
Class A Common Stock	(1)							(3)	(4)	Class B Common Stock	(4)		750,066	I	The Alan B. Miller 2004 GRAT

**Explanation of Responses:**

- The Issuer's Class A Common Stock ("Class A Common Stock") is convertible into Class B Common Stock of the Issuer on a 1-for-1 basis.
- On April 1, 2005, each of The Abby Danielle Miller 2003 GRAT, The Marc Daniel Miller 2003 GRAT and The Marni Spencer 2003 GRAT terminated and distributed 75,750 shares of Class A Common Stock in the following manner: (i) 25,250 shares to The Abby Danielle Miller 2002 Trust, (ii) 25,250 shares to The Marc Daniel Miller 2002 Trust and (iii) 25,250 shares to The Marni Spencer 2002 Trust.
- Immediately.
- Not Applicable.
- On April 1, 2005, each of The Abby Danielle Miller 2003 GRAT, The Marc Daniel Miller 2003 GRAT and The Marni Spencer 2003 GRAT transferred 76,579 shares of Class A Common Stock to Alan B. Miller.

/s/ Alan B. Miller 04/01/2005

\*\* Signature of Reporting Person Date

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.

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