

CORNERSTONE BANCORP INC
 Form 5
 February 11, 2005

FORM 5

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

OMB APPROVAL
 OMB Number: 3235-0362
 Expires: January 31, 2005
 Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 MILLER RONALD C

2. Issuer Name and Ticker or Trading Symbol
 CORNERSTONE BANCORP INC [CBN]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2004

Director 10% Owner
 Officer (give title below) Other (specify below)

40 DAVENPORT FARM LN. E.

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting
 (check applicable line)

STAMFORD, CT 06903

(City) (State) (Zip)

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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â	Â	Â	3,097.503 (1)	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	10,020.9	I	Joint with wife
Common Stock	Â	Â	Â	Â	Â	Â	3,486.139 (2)	I	By wife's IRA FBO herself
Common Stock	Â	Â	Â	Â	Â	Â	19,414.73 (3)	I	By IRA FBO

himself

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270
(9-02)

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. Amount or Number of Shares
						Date Exercisable (A)	Expiration Date (D)		
Director stock option - right to buy	\$ 8.99	Â	Â	Â	Â Â	02/21/1997	02/21/2007	Common Stock	3,025
Director stock option - right to buy	\$ 12.4	Â	Â	Â	Â Â	05/21/1997	05/21/2007	Common Stock	303
Director stock option - right to buy	\$ 17.25	Â	Â	Â	Â Â	05/20/1998	05/20/2008	Common Stock	303
Director stock option - right to buy	\$ 13.64	Â	Â	Â	Â Â	05/19/1999	05/19/2009	Common Stock	275
Director stock option - right to buy	\$ 10.91	Â	Â	Â	Â Â	05/17/2000	05/17/2010	Common Stock	275

Director stock option - right to buy	\$ 12.82	^	^	^	^	^	05/16/2001	05/16/2010	Common Stock	275
Director stock option - right to buy	\$ 17.82	^	^	^	^	^	05/15/2002	05/15/2012	Common Stock	275
Director stock option - right to buy	\$ 18	^	^	^	^	^	05/21/2003	05/21/2013	Common Stock	250
Director stock option - right to buy	\$ 25.46	^	^	^	^	^	05/26/2004	05/26/2014	Common Stock	250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MILLER RONALD C 40 DAVENPORT FARM LN. E. STAMFORD, CT 06903	^ X	^	^	^

Signatures

Leigh A. Hardisty as Power of Attorney
02/11/2005

__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) The reporting person received 48.552 shares of common stock as a result of participation in the Bancorp's plan for the reinvestment of dividends.
- (2) The reporting person received 59.919 shares of common stock as a result of participation in the Bancorp's plan for the reinvestment of dividends.
- (3) The reporting person received 333.725 shares of common stock as a result of participation in the Bancorp's plan for the reinvestment of dividends.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.