

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* SHEVELAND PATRICIA M.	2. Issuer Name and Ticker or Trading Symbol RTW, INC. RTWI	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director ____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) ____ Other (specify below) VP-Case & Claims Management
(Last) (First) (Middle) 8500 NORMANDALE LAKE BLVD SUITE 1400	3. Date of Earliest Transaction (Month/Day/Year) 02/09/2005	
(Street) BLOOMINGTON MN 55437	4. If Amendment, Date Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check applicable) <input checked="" type="checkbox"/> Form filed by One Reporting Person ____ Form filed by More than One Reporting Person
(City) (State) (Zip)	Table I -- Non-Derivative Securities 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								1157	D	
Common Stock								2737	I	By KSOP

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 Instructions 4(b)(v).

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FORM 4 (continued)

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

1. Title of Derivative Security (Instr. 4)	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 Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (Right to Buy)	\$17.34							04/18/1995	04/18/2005	Common Stock	75		75	D	
Stock Options (Right to Buy)	\$21.50							02/14/1998	02/14/2007	Common Stock	2500		2575	D	
Stock Options (Right to Buy)	\$14.00							01/28/1999	01/18/2008	Common Stock	5000		7575	D	
Stock Options (Right to Buy)	\$15.625							07/15/2000	07/15/2008	Common Stock	839		8414	D	
Stock Options (Right to Buy)	\$14.75							02/02/2000	02/02/2009	Common Stock	2500		10914	D	
Stock Options (Right to Buy)	\$10.75							02/02/2001	02/02/2010	Common Stock	1500		12414	D	
Stock Options (Right to Buy)	\$9.50							07/27/2001	07/27/2010	Common Stock	1000		13414	D	
Stock Options (Right to Buy)	\$4.50							04/25/2002	04/25/2011	Common Stock	1500		14914	D	
Stock Options (Right to Buy) (1)(2)	\$2.60							04/24/2003	04/24/2012	Common Stock	7500		22414	D	
Stock Options (Right to Buy) (1)(3)	\$2.19							03/12/2003	03/12/2013	Common Stock	14900		37314	D	
Stock Options (Right to Buy) (1)(4)	\$6.18							02/11/2004	02/11/2014	Common Stock	15000		52314	D	
Stock Options (Right to Buy) (1)(5)	\$8.81	02/09/2005		A		10000		02/09/2005	02/09/2015	Common Stock	10000	\$8.81	62314	D	

Explanation of Responses: See attached footnote page.

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
see 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)

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 control number.

/s/ Patricia M. Sheveland

02/11/2005

** Signature of Reporting Person

Date

- 1 Previously reported
- 2 The option shares vest as follows: 2,500 shares on April 24, 2003, 2,500 on April 24, 2004 and 2,500 on April 24, 2005
- 3 The option shares vest as follows: 7,450 shares upon issuance and 7,450 shares on March 12, 2004
- 4 The option shares vest as follows: 7,500 shares upon issuance and 7,500 shares on February 11, 2005
- 5 The option shares vest as follows: 5,000 shares upon issuance and 5,000 on 02/09/2006