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ACME UNI Form 4 February 28	TED CORP , 2005										
	UNITEDSTAT		S SECURITIES AND EXCHANGE C Washington, D.C. 20549				OMB Number:	3235-0287			
Check th if no lon	laer							January 31, 2005			
subject t Section Form 4 d	16. STATEMENT	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP SECURITIES									
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction Form 5 obligations Mage 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 30(h) of the Investment Company Act of 1940											
(Print or Type Responses)											
1. Name and A ASEN R SO	Address of Reporting Person COTT	Symbol	-				5. Relationship of Reporting Person(s) to Issuer				
ACME UNITED CORP [ACU]]	(Check all applicable)					
(Last)	(First) (Middle)	· · · · · · · · · · · · · · · · · · ·				-					
C/O ASEN 49TH STR	AND CO., 224 EAST EET	(Month/Day/Year) 02/25/2005	(Month/Day/Year) 02/25/2005				Director X 10% Owner Officer (give title Other (specify below)				
(Street) 4. If Amendr			dment, Date Original			6. Individual or Joint/Group Filing(Check					
					Applicable Line) _X_Form filed by One Reporting Person						
NEW YORK, NY 10017 — Form filed by More than One Reporting Person											
(City)	(State) (Zip)	Table I - Non	-Derivative	Securi	ities Acq	uired, Disposed of	, or Beneficiall	ly Owned			
1.Title of Security (Instr. 3)	any		n Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	OwnershipIndirectForm: DirectBenefici(D) orOwnershipIndirect (I)(Instr. 4)				
		Code	V Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)				
Common Stock	02/25/2005	S	5,100	D	\$ 16.81	567,090	D				
Common Stock	02/28/2005	S	20,900	D	\$ 17.57	546,190	D				

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

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 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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationsh					
	Director	ector 10% Owner Office		Other			
ASEN R SCOTT C/O ASEN AND CO. 224 EAST 49TH STREET NEW YORK, NY 10017		Х					
Signatures							
Sabrina Kirkpatrick, as attorne		02/28/2005					
<u>**</u> Signature of Reportin		Date					
Explanation of Responses:							

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).

Note: File three copies of this Form, one of which must be manually signed. If space 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.