

PUCCINI ROBERT

Form 4

January 31, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
PUCCINI ROBERT

(Last) (First) (Middle)

3871 LAKEFIELD DRIVE

(Street)

SUWANEE, GA 30024

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ARRIS GROUP INC [ARRS]

3. Date of Earliest Transaction
(Month/Day/Year)
01/27/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

President/Telewire

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)				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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common stock <u>(1)</u>	01/27/2006		M		6,400	A <u>(1)</u>	\$ 4.85	29,676	D	
Common stock <u>(1)</u>	01/27/2006		S		6,400	D <u>(1)</u>	\$ 11.5	23,276	D	
Common stock <u>(1)</u>	01/30/2006		M		33,600	A <u>(1)</u>	\$ 4.85	56,876	D	
Common stock <u>(1)</u>	01/30/2006		S		33,600	D <u>(1)</u>	\$ 11.5	23,276	D	

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

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(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
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		
Stock options (1)	\$ 4.85	01/27/2006		M	6,400	(2)	07/01/2013	Common Stock		6,400
Stock options	\$ 4.85	01/30/2006		M	33,600	(2)	07/01/2013	Common Stock		33,600
Stock option	\$ 42					(3)	12/09/2006	Common stock		13,000
Stock option	\$ 38.9375					(3)	01/31/2010	Common stock		27,500
Stock option	\$ 8					(3)	12/19/2010	Common stock		55,000
Stock option	\$ 10.2					(3)	08/06/2011	Common stock		41,167
Stock option	\$ 8.12					(4)	01/22/2012	Common stock		40,000
Stock option	\$ 2.43					(5)	12/11/2012	Common stock		5,066
Stock option	\$ 4.9					(6)	05/25/2014	Common stock		80,000
Stock option	\$ 6.44					(7)	04/18/2012	Common stock		29,602

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

PUCCINI ROBERT
3871 LAKEFIELD DRIVE
SUWANEE, GA 30024

President/Telewire

Signatures

/s/ Robert
Puccini

01/31/2006

**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) Shares sold were subject to an existing Rule 10b5-1 Sales Plan.
- (2) The options vest annually in thirds on the anniversary of the grant date, which was July 1, 2003
- (3) Stock options are currently fully exercisable
- (4) The options vest annually in fourths on the anniversary of the grant date, which was January 22, 2002
- (5) The options vest annually in thirds on the anniversary of the grant date, which was December 11, 2002
- (6) The options vest annually in thirds on the anniversary of the grant date, which was May 25, 2004
- (7) Represents a restricted stock grant which vests annually in thirds on the anniversary of the grant date, which was April 18, 2005.

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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