ABDO JOHN E

Form 4

February 14, 2006

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

OMB APPROVAL

subject to Section 16. Form 4 or Form 5

Estimated average burden hours per response...

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * ABDO JOHN E			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			BANKATLANTIC BANCORP INC [BBX]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	X Director 10% Owner		
2100 W. CYPRESS CREEK RD.			(Month/Day/Year)	X_ Officer (give title Other (specif below) Vice Chairman of the Board		
			02/10/2006			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
FT. LAUDERDALE, FL 33309				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tak	ole I - Non-	Derivative S	Securi	ties Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities or Dispose (Instr. 3, 4	d of (I and 5) (A) or	0)	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)
Class A Common Stock	02/10/2006		Code V M	Amount 110,028	(D)	Price \$ 3.8172	555,040	I	Abdo Trust (2)
Class A Common Stock	02/10/2006		M	70,417	A	\$ 5.2722	625,457	I	Abdo Trust (2)
Class A Common Stock	02/10/2006		M	45,067	A	\$ 6.3239	670,524	I	Abdo Trust (2)
Class A Common	02/10/2006		M	45,067	A	\$ 4.7429	715,591	I	Abdo Trust (2)

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Class A Common Stock 02/10/2006 M 32,197 A \$ 3,1057 747,788 I Abdo Trust (2) Class A Common Stock 02/10/2006 M 6,991 A \$ 2,8232 754,779 I Abdo Trust (2) Class A Common Stock 02/10/2006 M 30,645 A \$ 3.263 785,424 I Abdo Trust (2) Class A Common Stock 02/10/2006 M 8,543 A \$ 2,9664 793,967 I Abdo Trust (2) Class A Common Stock 02/10/2006 F 173,357 D \$ 13.73 620,610 I Abdo Trust (2) Class A Common Stock 401(k) Plan Plan 401(k) Plan	Stock								
Common Stock 02/10/2006 Stock M 6,991 A 2.8232 \$ 754,779 I Trust (2) Abdo Trust (2) Class A Common Stock 02/10/2006 M 30,645 A 53.263 A \$ 3.263 785,424 I Made Trust (2) I Abdo Trust (2) Class A Common Stock M 8,543 A 2.9664 793,967 I Made Trust (2) Abdo Trust (2) Class A Common Stock F 173,357 D \$ 13.73 620,610 I Made Trust (2) Abdo Trust (2) Abdo Trust (2) Class A Common Stock F 173,357 D \$ 13.73 620,610 I Made Trust (2) Abdo Trust (2) Abdo Trust (2)	Common	02/10/2006	M	32,197	A	\$ 3.1057	747,788	I	
Common Stock 02/10/2006 M 30,645 A \$ 3.263 785,424 I Abdo Trust (2) Class A Common Stock 02/10/2006 M 8,543 A \$ 793,967 I Abdo Trust (2) Class A Common Stock F 173,357 D \$ 13.73 620,610 I Abdo Trust (2) Class A Common 42,232.16 (3) I 401(k) Plan	Common	02/10/2006	M	6,991	A	\$ 2.8232	754,779	I	
Common Stock 02/10/2006 M 8,543 A \$ 2.9664 793,967 I Abdo Trust (2) Class A Common Stock F 173,357 D \$ 13.73 620,610 I Abdo Trust (2) Class A Common 42,232.16 (3) I 401(k) Plan	Common	02/10/2006	M	30,645	A	\$ 3.263	785,424	I	
Common 02/10/2006 F 173,357 D \$13.73 620,610 I Abdo Trust (2) Class A Common 42,232.16 (3) I Plan	Common	02/10/2006	M	8,543	A	\$ 2.9664	793,967	I	
Common $42,232.16 \frac{(3)}{2} I \qquad \qquad \frac{401(k)}{Plan}$	Common	02/10/2006	F	173,357	D	\$ 13.73	620,610	I	
	Common						42,232.16 (3)	I	

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

Persons who 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.

SEC 1474

(9-02)

 $\label{thm:convertible} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Number of orderivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	erivative Expiration Date curities (Month/Day/Year) equired (A) or sposed of (D)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount o Number o Shares
Options to Buy Class A Common Stock	\$ 3.8172	02/10/2006		M	110,028	<u>(1)</u>	07/09/2006	Class A Common Stock	110,028
Options to Buy Class A	\$ 5.2722	02/10/2006		M	70,417	<u>(1)</u>	05/06/2007	Class A Common Stock	70,417

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Common Stock								
Options to Buy Class A Common Stock	\$ 6.3239	02/10/2006	М	45,067	<u>(1)</u>	08/04/2008	Class A Common Stock	45,067
Options to Buy Class A Common Stock	\$ 4.7429	02/10/2006	M	45,067	<u>(1)</u>	04/06/2009	Class A Common Stock	45,067
Options to Buy Class A Common Stock	\$ 3.1057	02/10/2006	M	32,197	<u>(1)</u>	05/02/2010	Class A Common Stock	32,197
Options to Buy Class A Common Stock	\$ 2.8232	02/10/2006	M	6,991	<u>(1)</u>	05/02/2010	Class A Common Stock	6,991
Options to Buy Class A Common Stock	\$ 3.263	02/10/2006	M	30,645	<u>(1)</u>	01/02/2011	Class A Common Stock	30,645
Options to Buy Class A Common Stock	\$ 2.9664	02/10/2006	М	8,543	<u>(1)</u>	01/02/2011	Class A Common Stock	8,543

Reporting Owners

Reporting Owner Name / Address	Kelationships						
1	Director	10% Owner	Officer	Other			
ABDO JOHN E 2100 W. CYPRESS CREEK RD. FT. LAUDERDALE, FL 33309	X		Vice Chairman of the Board				

Signatures

James A. White, EVP CFO, BankAtlantic Bancorp, Inc., Attorney-in-Fact for John E.

Abdo

02/14/2006

**Signature of Reporting Person Date

Reporting Owners 3

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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) Options are currently exercisable.
- (2) Trust f/b/o John E. Abdo under Trust Agreement dated 3/15/76, John E. Abdo, Trustee
 - Represents number of units held by the reporting person in the Company stock fund in the Company's 401(k) plan. The 401(k) plan
- (3) administrator has reported that these units represented 37,150.78 shares of the Company's Class A Common Stock held in the 401(k) plan on December 31, 2005.

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.