LENNAR CORP / NEW/

Form 4

January 30, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB 3235-0287

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may continue.

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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 See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * JAFFE JONATHAN M | | | 2. Issuer Name and Ticker or Trading Symbol LENNAR CORP /NEW/ [LEN,LEN.B] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
|--|----------------|-------|--|---|
| (Last) LENNAR CO NW 107TH A | | | 3. Date of Earliest Transaction (Month/Day/Year) 01/28/2008 | Director 10% Owner X Officer (give title Other (specify below) Vice President/COO |
| MIAMI, FL | (Street) 33172 | | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting |
| (City) | (State) | (Zip) | Table I - Non-Derivative Securities Ac | Person equired, Disposed of, or Beneficially Owner |

| (City) | (State) | (Zip) Tabl | e I - Non-D | erivative Se | ecuriti | es Acq | uired, Disposed o | f, or Beneficial | ly 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | Code V | Amount | or (D) | Price | Transaction(s) (Instr. 3 and 4) | | |
| Class A Common Stock | 01/28/2008 | | A | 100,000 (1) | A | \$0 | 320,418 | D | |
| Class A Common Stock | 01/29/2008 | | D | 100,000 | D | \$0 | 220,418 | D | |
| Class A Common Stock | | | | | | | 413,183 | I | See (3) |
| Class B | | | | | | | 49,888 | I | See (4) |

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Common Stock

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. Transactic Code (Instr. 8) | 5. 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) | |
|---|---|--------------------------------------|---|--|---|--|--------------------|---|----------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 8.25 | | | | | 02/07/2004 | 02/07/2010 | Class A Common Stock | 5,998 |
| Stock Option (Right to Buy) | \$ 18.32 | | | | | 03/06/2005 | 03/06/2011 | Class A Common Stock | 20,000 |
| Stock Option (Right to Buy) | \$ 26.32 | | | | | 01/25/2006 | 01/25/2012 | Class A Common Stock | 4,000 |
| Stock Option (Right to Buy) | \$ 46.42 | | | | | 12/17/2004 | 12/17/2008 | Class A Common Stock | 150,000 |
| Stock Option (Right to Buy) | \$ 55 | | | | | 12/16/2005(5) | 12/16/2009 | Class A Common Stock | 100,000 |
| Stock Option (Right to | \$ 62.675 | | | | | 01/05/2007(5) | 01/05/2011 | Class A Common Stock | 100,000 |

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| Buy) | | | | | |
|--|------|------------|------------|----------------------------|----------------|
| Stock Option (Right to Acquire) | \$ 0 | 02/07/2004 | 02/07/2010 | Class B Common Stock | 599 <u>(6)</u> |
| Stock Option (Right to Acquire) | \$ 0 | 03/06/2005 | 03/06/2011 | Class B Common Stock | 2,000 (6) |
| Stock Option (Right to Acquire) | \$ 0 | 01/25/2006 | 01/25/2012 | Class B Common Stock | 400 (6) |

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

JAFFE JONATHAN M LENNAR CORPORATION 700 NW 107TH AVENUE SUITE 400 MIAMI, FL 33172

Vice President/COO

Signatures

Mark Sustana as Attorney-In-Fact for Jonathan M. 01/30/2008

**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) Restricted shares were granted on 1/28/08 and are subject to forfeiture. 25% of the shares vest on each of the first four anniversaries of the grant date.
- (2) Restricted stock was forfeited as a result of the Company's failure to achieve certain financial performance goals.
- (3) 395,791 shares are held in a family trust, 15,000 shares are held through a financial intermediary, 2,367 shares are held through an ESOP trust and 25 shares are owned my Mr. Jaffe's son of which Mr. Jaffe disclaims beneficial ownership.
- (4) 48,151 shares are held in a family trust, 1,500 shares are held through a financial intermediary and 237 shares are held through an ESOP trust.
- (5) These stock options become exercisable in four annual installments. 10% of the stock options become exercisable on the first anniversary of the grant date and 30% of the stock options become exercisable on each of the next three anniversaries of the grant date.
- (6) Represents shares of Class B Common Stock to be issued upon the exercise of certain options to purchase Class A Common Stock.

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.

Reporting Owners 3