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BANKATLANTIC BANCORP INC Form 4 January 04, 2005 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or 0.5 response... Form 5 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. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading BFC FINANCIAL CORP Issuer Symbol BANKATLANTIC BANCORP INC (Check all applicable) [BBX] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner Х _Other (specify Officer (give title (Month/Day/Year) below) below) **1750 EAST SUNRISE** 12/31/2004 BOULEVARD, THIRD FLOOR (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting FORT LAUDERDALE, FL 33304 Person (State) (Zip) (City) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Price Code V Amount (D) Class A **J**(1) 4.014 Common 12/31/2004 А 8,329,149 (2) D 19.77 Stock

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title a	and	8. Price of	9. Nu	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date		Amount of		Derivative	Deriv	
Security	or Exercise		any	Code	of	(Month/Day	/Year)	Underlyi	ing	Security	Secu	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securitie	es	(Instr. 5)	Bene	
	Derivative				Securities	3		(Instr. 3	and 4)		Owne	
	Security				Acquired						Follo	
					(A) or						Repo	
					Disposed						Trans	
					of (D)						(Instr	
					(Instr. 3,							
					4, and 5)							
								A	mount			
								or				
						Date	Expiration		umber			
						Exercisable	Date	of				
				Code V	(A) (D)				hares			
				0000	(II) (D)			51				
Reporting Owners												

neporting Owners

Reporting Owner Name / Address		Relationsh		
, of the second s	Director	10% Owner	Officer	Other
BFC FINANCIAL CORP 1750 EAST SUNRISE BOULEVARD THIRD FLOOR FORT LAUDERDALE, FL 33304		Х		
Signatures				
Glen R. Gilbert, Executive Vice Preside Corporation	01/03/2005			
<u>**</u> Signature of Reporting P	Person			Date

**Signature of Reporting Person

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).
- Represents shares of Class A Common Stock received by the reporting person on December 31, 2004 in partial satisfaction of (1) indebtedness owed by certain persons. The shares were valued based on the closing price of the Class A Common Stock on the New York Stock Exchange on December 30, 2004.

Includes 28,244 shares of Class A Common Stock previously reported by the reporting person as indirectly owned through BankAtlantic (2) Financial Ventures II, Ltd. (the "Partnership") which were distributed by the Partnership to the reporting person as part of a pro rata distribution to its partners.

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.

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