

AMERICAN HOME MORTGAGE INVESTMENT CORP

Form 4

April 12, 2006

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

OMB APPROVAL

OMB  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
JOHNSTON JOHN A

(Last) (First) (Middle)

C/O MARINA MORTGAGE  
COMPANY, 111 PACIFICA,  
SUITE 205

(Street)

IRVINE, CA 92618

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
SymbolAMERICAN HOME MORTGAGE  
INVESTMENT CORP [AHM]3. Date of Earliest Transaction  
(Month/Day/Year)  
06/17/20054. If Amendment, Date Original  
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
President, Western Division6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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 Indirect Beneficial Ownership (Instr. 4) |
|------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|---------|------------|-----------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                          |                                      |                                                    | Code                           | V                                                                 | Amount  | (A) or (D) | Price     |                                                                                               |                                                          |                                                       |
| Common Stock, par value \$0.01 per share | 06/17/2005                           |                                                    | J <sup>(1)</sup>               |                                                                   | 64,988  | A          | <u>11</u> | 609,174                                                                                       | D                                                        |                                                       |
| Common Stock, par value \$0.01 per share | 03/14/2006                           |                                                    | J <sup>(1)</sup>               |                                                                   | 131,777 | A          | <u>11</u> | 609,174                                                                                       | D                                                        |                                                       |

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

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                      |

## Reporting Owners

| Reporting Owner Name / Address                                                                | Relationships |           |                             |       |
|-----------------------------------------------------------------------------------------------|---------------|-----------|-----------------------------|-------|
|                                                                                               | Director      | 10% Owner | Officer                     | Other |
| JOHNSTON JOHN A<br>C/O MARINA MORTGAGE COMPANY<br>111 PACIFICA, SUITE 205<br>IRVINE, CA 92618 | X             |           | President, Western Division |       |

## Signatures

/s/ John A.  
Johnston 04/12/2006

\*\*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) In connection with its acquisition of Marina Mortgage Company, Inc. ("Marina") on December 29, 1999, American Home Mortgage Holdings, Inc. ("AHM Holdings") issued restricted shares of its common stock to the Reporting Person and certain other Marina shareholders as consideration for their interests in Marina. On June 17, 2005, and March 14, 2006, pursuant to the earnout provisions of the merger agreement with Marina, American Home Mortgage Investment Corp. (the "Company"), as the successor corporation and parent company of AHM Holdings, issued 64,988 and 131,777 restricted shares, respectively, of the Company's common stock, \$0.01 par value per share, to the Reporting Person as additional consideration.

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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