

BANKATLANTIC BANCORP INC
 Form 4
 May 17, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 DI GIULIAN BRUNO

2. Issuer Name and Ticker or Trading Symbol
 BANKATLANTIC BANCORP INC
 [BBX]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 2100 W. CYPRESS CREEK RD.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/16/2006

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

FT. LAUDERDALE, FL 33309
 (City) (State) (Zip)

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

6. 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			
Class A Common Stock	05/16/2006		M	13,340 A \$ 4.1581	20,988	I	DiGiulian Trust ⁽²⁾
Class A Common Stock	05/16/2006		F	7,064 D \$ 15.262	13,924	I	DiGiulian Trust ⁽²⁾
Class A Common Stock					1,000	I	Spouse ⁽³⁾
Class A Common					1,800	D ⁽⁴⁾	

Stock

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

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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)	Amount or Number of Shares
Options to Buy Class A Common Stock	\$ 4.1581	05/16/2006		M	13,340	<u>(1)</u> 05/22/2006	Class A Common Stock	13,340

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DI GIULIAN BRUNO 2100 W. CYPRESS CREEK RD. FT. LAUDERDALE, FL 33309		X		

Signatures

James A. White, EVP CFO, BankAtlantic Bancorp, Inc., Attorney-In-Fact for Bruno L. DiGiulian

05/17/2006

**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) Options are currently exercisable.

(2) Trust f/b/o Bruno L. DiGiulian under Trust agreement dated May 5, 1998, Bruno L. DiGiulian, Trustee

(3) The reporting person disclaims beneficial ownership of all securities held by his wife.

(4) Shares are owned jointly with spouse.

Remarks:

Exercise and sale made pursuant to a plan adopted under Rule 10b5-1 of the Securities Exchange Act of 1934.

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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