

BANKATLANTIC BANCORP INC  
 Form 4  
 May 17, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
|                                 |                                      |  |                                | Code  | V   | Amount   |   |
| Class A Common Stock            | 05/16/2006                           |  | M                              | A   | \$ 13,340   | 20,988   | I DiGiulian Trust <sup>(2)</sup>                      |
| Class A Common Stock            | 05/16/2006                           |  | F                              | D   | \$ 7,064  | 13,924   | I DiGiulian Trust <sup>(2)</sup>                      |
| Class A Common Stock            |                                      |  |                                |   |   | 1,000  | I Spouse <sup>(3)</sup>                               |
| Class A Common Stock            |                                      |  |                                |   |   | 1,800  | D <sup>(4)</sup>                                      |

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.**

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 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<br>2100 W. CYPRESS CREEK RD.<br>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.

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.