STANZIONE ROBERT J

Form 4 May 02, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

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).

stock (5)

(Print or Type Responses)

1. Name and Address of Reporting Person * STANZIONE ROBERT J		S	2. Issuer Name and Ticker or Trading Symbol ARRIS GROUP INC [ARRS]				ng	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 3		3. Date of Earliest Transaction (Month/Day/Year) 04/30/2007					(Check all applicable) X Director 10% OwnerX Officer (give title Other (specify below) President / CEO				
(Street) SUWANEE, GA 30024			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)		(Zip)				~		Person			
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	e 2A. Deem	ned Date, if	3.	4. Securion(A) or D (Instr. 3,	ties A	cquired d of (D)) Securities O Beneficially Fo	6. Ownership Form: Direct (D) or	7. Nature of Indirect	
				(A) or Code V Amount (D) Pr		Price	Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	(Instr. 4)		
Common stock	04/30/2007			C	8,450 (1)	A	\$0	140,067	D		
Restricted stock (2)	04/30/2007			D	6,233 (3)	D	\$ 14.82	52,502	D		
Restricted stock (2)	04/30/2007			C	8,450 (1)	D	\$ 0	44,052	D		
Restricted stock (4)								34,382	D		
Restricted								78 067	D		

78,067

D

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

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 Exerc	cisable and	7. Titl	e and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	tionNumber	Expiration D	ate	Amou	nt of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)) Derivative	e		Securi	ties	(Instr. 5)	
	Derivative				Securities			(Instr.	3 and 4)		
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
									of		
				Code V	I(A)(D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

STANZIONE ROBERT J 3871 LAKEFIELD DRIVE

X President / CEO

SUWANEE, GA 30024

Signatures

/s/ Robert J

Stanzione 05/02/2007

**Signature of Person

**Bignature of 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).
- (1) Represents the vested portion of a restricted stock grant converting to common stock.
- (2) Represents a restricted stock grant which vests annually in fourths beginning on April 30, 2007(the "vesting date") and on each successive anniversary of the vesting date.
- (3) Represents shares withheld to cover payroll tax liability on partial vesting of previously granted restricted shares
- (4) Represents a restricted stock grant which vests annually in thirds on the anniversary of the grant date, which was April 18, 2005.
- (5) Represents a restricted stock grant which vests annually in fourths on the anniversary of the grant date, which was March 9, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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