

MCCAIN DAVID B
Form 4
January 26, 2005

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 *
MCCAIN DAVID B

2. Issuer Name and Ticker or Trading Symbol
LENNAR CORP /NEW/ [LEN, LEN.B]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
700 NORTHWEST 107TH AVENUE

3. Date of Earliest Transaction (Month/Day/Year)
01/24/2005

____ Director
 Officer (give title below) _____ Other (specify below)
Vice President

(Street)
MIAMI, FL 33172

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

(City) (State) (Zip)

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	01/24/2005		M		4,000	A	\$ 13.61 0	D
Class A Common Stock	01/24/2005		M		18,000	A	\$ 27.845 0	D
Class A Common Stock	01/25/2005		M		4,200	A	\$ 26.32 0	D
Class A Common Stock	01/24/2005		S		4,000	D	\$ 53.5 0	D

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Common Stock								
Class A Common Stock	01/24/2005		S	18,000	D	\$ 53.5	0	D
Class A Common Stock	01/25/2005		S	4,200	D	\$ 54.5286	12,000 ⁽¹⁾	D
Class B Common Stock	01/24/2005		M	400	A	\$ 0 ⁽²⁾	0	D
Class B Common Stock	01/24/2005		M	1,800	A	\$ 0 ⁽²⁾	0	D
Class B Common Stock	01/25/2005		M	420	A	\$ 0 ⁽²⁾	6,780 ⁽³⁾	D

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Class A Common Stock ⁽⁴⁾	\$ 0					08/08/1988 ⁽⁵⁾ 08/08/1988 ⁽⁵⁾	Class A Common Stock
Class B Common Stock ⁽⁴⁾	\$ 0					08/08/1988 ⁽⁵⁾ 08/08/1988 ⁽⁵⁾	Class B Common Stock
Option (Right to Buy)	\$ 13.61	01/24/2004		M	4,000	06/01/2004 06/01/2008	Class A Common Stock

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Option (Right to Buy)	\$ 0 ⁽²⁾	01/24/2004	M	400	06/01/2004	06/01/2008	Class B Common Stock	4
Option (Right to Buy)	\$ 27.845	01/24/2004	M	18,000	01/23/2005	01/23/2008	Class A Common Stock	18
Option (Right to Buy)	\$ 0 ⁽²⁾	01/24/2004	M	1,800	01/23/2005	01/23/2008	Class B Common Stock	1,
Option (Right to Buy)	\$ 26.32	01/25/2004	M	4,200	01/25/2005	01/25/2012	Class A Common Stock	4,
Option (Right to Buy)	\$ 0 ⁽²⁾	01/25/2004	M	420	01/25/2005	01/25/2012	Class B Common Stock	4
Option (Right to Buy)	\$ 0 ⁽⁵⁾				08/08/1988 ⁽⁵⁾	08/08/1988 ⁽⁵⁾	Class A Common Stock	140
Option (Right to Buy)	\$ 0 ⁽⁵⁾				08/08/1988 ⁽⁵⁾	08/08/1988 ⁽⁵⁾	Class B Common Stock	6,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCCAIN DAVID B 700 NORTHWEST 107TH AVENUE MIAMI, FL 33172			Vice President	

Signatures

Waynewright E. Malcolm as Attorney-In-Fact for David B. McCain	01/26/2005
<u> </u> *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) Shares held pursuant to a Restricted Stock Plan, subject to forfeiture, vesting on 6/22/05.
- (2) The Class B Common Stock was issued as a result of anti-dilution provisions with regard to exercises of options that originally related to Class A Common Stock.
- (3) Includes 1,200 shares held pursuant to a Restricted Stock Plan, subject to forfeiture, vesting on 6/22/05.
- (4) Contractual right to receive shares in the future.
- (5)

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No activity is being reported. The SEC staff has designated 8/8/88 as a "dummy date." Information is included to disclose holdings following the reported transactions or other holdings not affected by the reported transactions.

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.