#### WINNINGHAM CHARLIE C II

Form 4

January 12, 2005

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

3235-0287

January 31, Expires: 2005

**OMB APPROVAL** 

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

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

2. Issuer Name and Ticker or Trading

BANKATLANTIC BANCORP INC

Symbol

[BBX]

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

WINNINGHAM CHARLIE C II

				נאממן								
	(Last) 1750 E. SU	(First)  JNRISE BLVD.	(Middle)		of Earliest Day/Year) 2005		n		_X_ Director Officer (giv below)		10% Owner Other (specify	
				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			
	FT. LAUD	DERDALE, FL 33	304						Form filed by More than One Reporting Person			
	(City)	(State)	(Zip)	Tal	ble I - Non	-Derivativ	e Secu	ırities Acq	uired, Disposed of, or Beneficially Owned			
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	Date, if	3. Transaction Code (Instr. 8)	4. Securit our Dispose (Instr. 3, 4	ed of (		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)	
	Class A Common Stock	01/10/2005			M	18,340	A	\$ 4.1581	61,043	I	Winningham Trust (2)	
	Class A Common Stock	01/10/2005			M	18,340	A	\$ 5.0857	79,383	I	Winningham Trust (2)	
	Class A Common Stock	01/10/2005			M	6,531	A	\$ 2.8232	85,914	I	Winningham Trust (2)	
	Class A Common	01/10/2005			M	6,531	A	\$ 2.9664	92,445	I	Winningham Trust (2)	

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Class A Common Stock	01/10/2005	M	6,531	A	\$ 8.5585	98,976	I	Winningham Trust (2)
Class A Common Stock	01/10/2005	M	6,531	A	\$ 7.4103	105,507	I	Winningham Trust (2)

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 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)	TransactionDerivative		6. Date Exer Expiration D (Month/Day	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to Buy Class A Common Stock	\$ 4.1581	01/10/2005		M		18,340	<u>(1)</u>	05/22/2006	Class A Common Stock	18,340
Options to Buy Class A Common Stock	\$ 5.0857	01/10/2005		M		18,340	<u>(1)</u>	05/01/2007	Class A Common Stock	18,340
Options to Buy Class A Common Stock	\$ 2.8232	01/10/2005		М		6,531	<u>(1)</u>	05/02/2010	Class A Common Stock	6,531
Options to Buy Class A Common Stock	\$ 2.9664	01/10/2005		M		6,531	<u>(1)</u>	01/02/2011	Class A Common Stock	6,531

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Options to Buy Class A Common Stock	\$ 8.5585	01/10/2005	M	6,531	<u>(1)</u>	03/04/2012	Class A Common Stock	6,531
Options to Buy Class A Common Stock	\$ 7.4103	01/10/2005	M	6,531	<u>(1)</u>	03/31/2013	Class A Common Stock	6,531

# **Reporting Owners**

Reporting Owner Name / Address Relationships

X

Director 10% Owner Officer Other

WINNINGHAM CHARLIE C II 1750 E. SUNRISE BLVD. FT. LAUDERDALE, FL 33304

## **Signatures**

Charlie C. Winningham II 01/11/2005

\*\*Signature of Reporting Date
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) Options are currently exercisable.
- (2) Winningham Trust dated July 6, 1998, Charlie C. Winningham II and Rose Marie Winningham, Co-Trustees

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.

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