

LYBARGER STANLEY A
Form 4
November 29, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
LYBARGER STANLEY A

2. Issuer Name and Ticker or Trading Symbol
BOK FINANCIAL CORP ET AL
[BOKF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

C/O FREDERIC DORWART, 124 E
FOURTH STREET

11/25/2005

President and CEO

(Street)

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

TULSA, OK 74103

(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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------|---|--|-----------------------------------|------------|-------|
| | | | | Code | V | Amount | | | | (A) or (D) | Price |
| Common Stock | 11/25/2005 | | M | | | 9,050 | A | \$ 9.69 | 64,305 | D | |
| Common Stock | 11/25/2005 | | M | | | 8,785 | A | \$ 16.17 | 73,090 | D | |
| Common Stock | 11/25/2005 | | M | | | 8,280 | A | \$ 19.02 | 81,370 | D | |
| Common Stock | 11/25/2005 | | M | | | 8,039 | A | \$ 18.23 | 89,409 | D | |
| Common Stock | 11/25/2005 | | M | | | 8,039 | A | \$ 17.37 | 97,448 | D | |

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| | | | | | | | |
|--------------|------------|------------------|--------|---|----------|---------|---|
| Common Stock | 11/25/2005 | M | 7,805 | A | \$ 28.27 | 105,253 | D |
| Common Stock | 11/25/2005 | J ⁽¹⁾ | 49,998 | D | \$ 47.5 | 55,255 | 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 Securities (Instr. 3 and 4) | 8. Price or Derivative Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|----------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| 1996 Stock Options | \$ 9.69 | 11/25/2005 | | M | 9,050 | (2) | (3) | Common Stock | 9,050 | \$ 9.69 |
| 1997 Stock Options | \$ 16.17 | 11/25/2005 | | M | 8,785 | (2) | (3) | Common Stock | 8,785 | \$ 16.17 |
| 1998 Stock Options | \$ 19.02 | 11/25/2005 | | M | 8,280 | (2) | (3) | Common Stock | 8,280 | \$ 19.02 |
| 1999 Stock Options | \$ 18.23 | 11/25/2005 | | M | 8,039 | (2) | (3) | Common Stock | 8,039 | \$ 18.23 |
| 2000 Stock Options | \$ 17.37 | 11/25/2005 | | M | 8,039 | (2) | (3) | Common Stock | 8,039 | \$ 17.37 |
| 2001 Stock Options | \$ 28.27 | 11/25/2005 | | M | 7,805 | (2) | (3) | Common Stock | 7,805 | \$ 28.27 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LYBARGER STANLEY A C/O FREDERIC DORWART 124 E FOURTH STREET TULSA, OK 74103 | X | | President and CEO | |

Signatures

| | |
|------------------------------------|------------|
| Frederic Dorwart | 11/29/2005 |
| **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) The reporting person elected to defer receipt of 31,178 shares of common stock issuable upon the exercise of his options, resulting in the accrual to his account of 49,998 shares of phantom stock of which 18,820 of those shares were used to pay for the exercise price. The stock expires upon the termination of the Deferred Compensation Agreement which remains in effect until the reporting persons retirement or the agreement is otherwise terminated.
 - (2) For options granted in any one year, one-seventh of the options of such grant vest and become exercisable on the grant date of the anniversary each year commencing on the first anniversary after the grant.
 - (3) Options expire 3 years after vesting.
 - (4) Mr. Lybarger owns the following exercisable stock options: 1997 - 8786 shares 1998 - 8280 shares 1999 - 8039 shares 2000 - 8039 shares 2001 - 7804 shares 2003 - 11,337 shares 2004 - 7179 shares

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.