

BEAZER HOMES USA INC

Form 3/A

January 09, 2008

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
2005Estimated average  
burden hours per  
response... 0.5**INITIAL STATEMENT OF 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 \*

Â DOUGLAS MICHAEL R

(Last) (First) (Middle)

1000 ABERNATHY  
ROAD,Â SUITE 1200

(Street)

ATLANTA,Â GAÂ 30328

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

08/23/2007

3. Issuer Name **and** Ticker or Trading Symbol  
BEAZER HOMES USA INC [BZH]4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

EVP Special Counsel

5. If Amendment, Date Original  
Filed(Month/Day/Year)

09/05/2007

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 Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common Stock

0

D Â

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

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative  
Security  
(Instr. 4)2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)

Date Exercisable

3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

Title

4. Conversion  
or Exercise  
Price of  
Derivative  
Security5. Ownership  
Form of  
Derivative  
Security:  
Direct (D)6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

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		Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Phantom Stock Options (1)	05/01/2008 <sup>(3)</sup>	05/01/2014	Common Stock	38,603	\$ 34	D	Â
Phantom stock (1)	05/01/2008 <sup>(4)</sup>	05/01/2012	Common Stock	15,441	\$ <sup>(2)</sup>	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOUGLAS MICHAEL R 1000 ABERNATHY ROAD SUITE 1200 ATLANTA, GA 30328	Â	Â	Â EVP Special Counsel	Â

## Signatures

/s/ Michael R.  
Douglas

01/09/2008

<sup>\*\*</sup>Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) Phantom stock and phantom stock options granted pursuant to Mr. Douglas' employment letter dated May 1, 2007.
- (2) Each share of phantom stock is the economic equivalent of one share of Beazer common stock.
- (3) Phantom stock options vest over three years with 33.3% vesting on the first anniversary of the grant. The remaining 66.7% will vest in 8.33% increments each three months over the following two years. Any vested portion will be settled in cash upon exercise.
- (4) Phantom stock vests over 5 years with 20% vesting on the first anniversary of the grant. The remaining 80% will vest in 5% increments each three months over the following four years. Any vested portion will be settled in cash.

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.