

ASSURANT INC
Form 4
May 25, 2007

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 *
Atkinson Jerome A

(Last) (First) (Middle)

C/O ASSURANT, INC., ONE
CHASE MANHATTAN PLAZA, 41
FL.

(Street)

NEW YORK, NY 10005

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ASSURANT INC [AIZ]

3. Date of Earliest Transaction
(Month/Day/Year)
05/23/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
EVP, Chief Compliance Officer

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 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		
Common Stock	05/23/2007		M		1,391.87	A	\$ 4.78 6,370.3486 D
Common Stock	05/23/2007		D		111.61	D	\$ 59.61 6,258.7386 D
Common Stock	05/23/2007		F		465.37	D	\$ 59.61 5,793.3686 D
Common Stock	05/23/2007		M		6,394.09	A	\$ 22 12,187.4586 D
Common Stock	05/23/2007		D		2,359.84	D	\$ 59.61 9,827.6186 D

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Common Stock	05/23/2007	F	1,466.45	D	\$ 59.61	8,361.1686	D
Common Stock	05/23/2007	M	306.15	A	\$ 21.56	8,667.3186	D
Common Stock	05/23/2007	D	110.73	D	\$ 59.61	8,556.5886	D
Common Stock	05/23/2007	F	71.04	D	\$ 59.61	8,485.5486	D
Common Stock	05/23/2007	M	179.86	A	\$ 36.74	8,665.4086	D
Common Stock	05/23/2007	D	110.85	D	\$ 59.61	8,554.5586	D
Common Stock	05/23/2007	F	25.08	D	\$ 59.61	8,529.4786	D
Common Stock	05/23/2007	M	11,352.27	A	\$ 22	20,922.3486	D
Common Stock	05/23/2007	D	4,189.73	D	\$ 59.61	16,732.6186	D
Common Stock	05/23/2007	F	3,319.84	D	\$ 59.61	13,412.7786	D
Common Stock	05/23/2007	M	12,346.36	A	\$ 22	26,079.2286	D
Common Stock	05/23/2007	D	4,556.62	D	\$ 59.61	21,522.6086	D
Common Stock	05/23/2007	F	3,610.55	D	\$ 59.61	17,912.0586	D
Common Stock	05/23/2007	M	6,676.36	A	\$ 22	29,245.4986	D
Common Stock	05/23/2007	D	2,464.01	D	\$ 59.61	26,781.4886	D
Common Stock	05/23/2007	F	1,952.42	D	\$ 59.61	24,829.0686	D

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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	Amount
Stock Appreciation Right	\$ 22	05/23/2007		M		6,394.09	02/04/2005 01/01/2009	Common Stock	
Stock Appreciation Right	\$ 22	05/23/2007		M		11,352.27	02/04/2005 01/01/2010	Common Stock	
Stock Appreciation Right	\$ 22	05/23/2007		M		12,346.36	02/04/2005 01/01/2011	Common Stock	
Stock Appreciation Right	\$ 22	05/23/2007		M		6,676.36	02/04/2005 01/01/2012	Common Stock	
Stock Appreciation Right	\$ 36.74	05/23/2007		M		179.86	02/04/2005 01/01/2009	Common Stock	
Stock Appreciation Right	\$ 21.56	05/23/2007		M		306.15	02/04/2005 01/01/2009	Common Stock	
Stock Appreciation Right	\$ 4.78	05/23/2007		M		1,391.87	02/04/2005 01/01/2009	Common Stock	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Atkinson Jerome A
 C/O ASSURANT, INC.
 ONE CHASE MANHATTAN PLAZA, 41 FL.
 NEW YORK, NY 10005

EVP, Chief Compliance Officer

Signatures

Lisa Richter
 Attorney-in-Fact 05/25/2007

**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) Includes a total of 13,833 shares, net of tax withholding, (rounded to the nearest whole share) granted to Reporting Person pursuant to exercise of these SARs on this Form 1 of 2. 19,851 shares granted in total, pursuant to entire exercise.

Remarks:

Form 1 of 2

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.