

FRAHN KURT M
Form 4
December 28, 2005

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FRAHN KURT M

(Last) (First) (Middle)

18167 U.S. HIGHWAY 19
NORTH, SUITE 300

(Street)

CLEARWATER, FL 33764

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
MARINEMAX INC [HZO]

3. Date of Earliest Transaction
(Month/Day/Year)
12/23/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

VP of Finance and Treasurer

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/23/2005		M	1,200 A	\$ 9.8125 12,827	D	
Common Stock	12/23/2005		M	1,000 A	\$ 7.75 13,827	D	
Common Stock	12/23/2005		M	1,000 A	\$ 7.78 14,827	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
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SEC 1474
(9-02)

number.

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. In S (
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 9.8125	12/23/2005		M		1,200		<u>(1)</u>	10/01/2009	Common Stock	1,200
Employee Stock Option (Right to Buy)	\$ 7.75	12/23/2005		M		1,000		<u>(2)</u>	07/31/2010	Common Stock	1,000
Employee Stock Option (Right to Buy)	\$ 7.78	12/23/2005		M		1,000		<u>(3)</u>	11/13/2011	Common Stock	1,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FRAHN KURT M 18167 U.S. HIGHWAY 19 NORTH SUITE 300 CLEARWATER, FL 33764			VP of Finance and Treasurer	

Signatures

Jack P. Ezzell, as
Attorney-in-Fact

12/28/2005

__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) 1,200 options vested and became exercisable on October 1, 2002; 1,200 options vested and became exercisable on October 1, 2003; 1,200 options vested and became exercisable on October 1, 2004; 1,200 options vested and became exercisable on October 1, 2005; and the remaining options vest on October 1, 2006.

(2) 1,000 options vested and became exercisable on July 31, 2003; 1,000 options vested and became exercisable on July 31, 2004; 1,000 options vested and became exercisable on July 31, 2005; and the remaining options vest annually in two equal installments beginning on July 31, 2006.

(3) 1,000 options vested and became exercisable on November 13, 2004; 1,000 options vested and became exercisable on November 13, 2005; and the remaining options vest annually in three equal installments beginning on November 13, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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