

FRAHN KURT M
Form 4
December 28, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
18167 U.S. HIGHWAY 19
NORTH, SUITE 300

(Street)

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

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
VP of Finance and Treasurer

CLEARWATER, FL 33764

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

(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 Indirect Beneficial Ownership (Instr. 4)			
				Code V	Amount	(A) or (D)	Price			
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.

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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. 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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