

EZZELL JACK P  
Form 4  
February 06, 2006

**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 \*  
EZZELL JACK P

(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)  
02/02/2006

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)  
VP, CAO, Controller

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
| Common Stock                    | 02/02/2006                           |  | M                              | 5,500 A   | \$ 12.5   | 16,196   | D   |
| Common Stock                    | 02/02/2006                           |  | M                              | 4,960 A   | \$ 9.8125   | 21,156   | D   |
| Common Stock                    | 02/02/2006                           |  | M                              | 1,000 A   | \$ 9  | 22,156   | D   |
| Common Stock                    | 02/02/2006                           |  | M                              | 2,000 A   | \$ 7.78   | 24,156   | D   |
| Common Stock                    | 02/02/2006                           |  | M                              | 3,000 A   | \$ 7.75   | 27,156   | D   |

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|              |            |   |       |   |          |        |   |
|--------------|------------|---|-------|---|----------|--------|---|
| Common Stock | 02/02/2006 | S | 3,000 | D | \$ 30.8  | 24,156 | D |
| Common Stock | 02/02/2006 | S | 200   | D | \$ 30.81 | 23,956 | D |
| Common Stock | 02/02/2006 | S | 500   | D | \$ 30.82 | 23,456 | D |
| Common Stock | 02/02/2006 | S | 2,100 | D | \$ 30.83 | 21,356 | D |
| Common Stock | 02/02/2006 | S | 400   | D | \$ 30.84 | 20,956 | D |
| Common Stock | 02/02/2006 | S | 2,700 | D | \$ 30.85 | 18,256 | D |
| Common Stock | 02/02/2006 | S | 500   | D | \$ 30.9  | 17,756 | D |
| Common Stock | 02/02/2006 | S | 1,000 | D | \$ 31.1  | 16,756 | D |
| Common Stock | 02/02/2006 | S | 1,000 | D | \$ 31.11 | 15,756 | D |
| Common Stock | 02/02/2006 | S | 2,000 | D | \$ 31.13 | 13,756 | D |
| Common Stock | 02/02/2006 | S | 1,000 | D | \$ 31.14 | 12,756 | D |
| Common Stock | 02/02/2006 | S | 1,000 | D | \$ 31.15 | 11,756 | D |
| Common Stock | 02/02/2006 | S | 1,060 | D | \$ 31.2  | 10,696 | D |
| Common Stock | 02/03/2006 | M | 1,700 | A | \$ 12.5  | 12,396 | D |
| Common Stock | 02/03/2006 | S | 1,400 | D | \$ 30.8  | 10,996 | D |
| Common Stock | 02/03/2006 | S | 300   | D | \$ 30.81 | 10,696 | D |
| Common Stock | 02/06/2006 | M | 2,600 | A | \$ 12.5  | 13,296 | D |
| Common Stock | 02/06/2006 | S | 900   | D | \$ 30.8  | 12,396 | D |
| Common Stock | 02/06/2006 | S | 200   | D | \$ 30.9  | 12,196 | D |
| Common Stock | 02/06/2006 | S | 1,500 | D | \$ 30.95 | 10,696 | D |

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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)

| 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)       | \$ 12.5  | 02/02/2006                           |  | M                              | 5,500   | <u>(1)</u> 06/03/2008                                    | Common Stock  | 5,500                         |
| Employee Stock Option (Right to Buy)       | \$ 9.8125  | 02/02/2006                           |  | M                              | 4,960   | <u>(2)</u> 10/01/2009                                    | Common Stock  | 4,960                         |
| Employee Stock Option (Right to Buy)       | \$ 9   | 02/02/2006                           |  | M                              | 1,000   | <u>(3)</u> 10/22/2012                                    | Common Stock  | 1,000                         |
| Employee Stock Option (Right to Buy)       | \$ 7.78  | 02/02/2006                           |  | M                              | 2,000   | <u>(4)</u> 11/13/2011                                    | Common Stock  | 2,000                         |
| Employee Stock Option (Right to Buy)       | \$ 7.75  | 02/02/2006                           |  | M                              | 3,000   | <u>(5)</u> 07/31/2010                                    | Common Stock  | 3,000                         |
| Employee Stock                             | \$ 12.5  | 02/03/2006                           |  | M                              | 1,700   | <u>(1)</u> 06/03/2008                                    | Common Stock  | 1,700                         |

Option  
(Right to  
Buy)

Employee  
Stock

|                             |         |            |   |       |            |            |                 |       |
|-----------------------------|---------|------------|---|-------|------------|------------|-----------------|-------|
| Option<br>(Right to<br>Buy) | \$ 12.5 | 02/06/2006 | M | 2,600 | <u>(1)</u> | 06/03/2008 | Common<br>Stock | 2,600 |
|-----------------------------|---------|------------|---|-------|------------|------------|-----------------|-------|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                     |       |
|---|---------------|-----------|---------------------|-------|
|   | Director      | 10% Owner | Officer             | Other |
| EZZELL JACK P<br>18167 U.S. HIGHWAY 19 NORTH<br>SUITE 300<br>CLEARWATER, FL 33764 |               |           | VP, CAO, Controller |       |

## Signatures

Jack P. Ezzell                      02/06/2006

\_\_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) 20% of the options vested and became exercisable on each anniversary of the grant date beginning on June 3, 2001.  
1,240 options vested and became exercisable on October 1, 2002; 1,240 options vested and became exercisable on October 1, 2003; 1,240
- (2) options vested and became exercisable on October 1, 2004; 1,240 options vested and became exercisable on October 1, 2005; and the remaining options vest and become exercisable on October 1, 2006.
- (3) 1,000 options vested and became exercisable on October 22, 2005 and the remaining options vest annually in four equal installments beginning on October 22, 2006.
- (4) 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.  
1,000 options vested and became exercisable on July 31, 2003; 1,000 options vested and became exercisable on July 31, 2004; 1,000
- (5) options vested and became exercisable on July 31, 2005; and the remaining options vest annually in two equal installments beginning on July 31, 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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