

RUSSELL EDWARD A
Form 4
December 22, 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 *
RUSSELL EDWARD A

(Last) (First) (Middle)

18025 U.S. HIGHWAY 19 NORTH

(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)
11/30/2005

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)

Vice President

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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	11/30/2005		M		3,306	A	\$ 7.75	62,546	D
Common Stock	11/30/2005		M		4,000	A	\$ 7.78	66,546	D
Common Stock	11/30/2005		M		4,000	A	\$ 9	70,546	D
Common Stock	11/30/2005		S		11,306	D	\$ 26.17	59,240	D
Common Stock	12/09/2005		M		6,000	D	\$ 12.5	65,240	D

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Common Stock	12/09/2005	M	6,000	D	\$ 9.8125	71,240	D	
Common Stock	12/09/2005	M	898	D	\$ 7.75	72,138	D	
Common Stock						9,061	I	By Spouse
Common Stock						1,400	I	By Spouse ⁽¹⁾

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
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (Right to Buy)	\$ 7.75	11/30/2005		M	3,306	⁽²⁾	07/31/2010	Common Stock 3,306
Employee Stock Option (Right to Buy)	\$ 7.78	11/30/2005		M	4,000	⁽³⁾	11/13/2011	Common Stock 4,000
Employee Stock Option (Right to Buy)	\$ 9	11/30/2005		M	4,000	⁽⁴⁾	10/22/2012	Common Stock 4,000
Employee Stock	\$ 12.5	12/09/2005		M	6,000	⁽⁵⁾	06/03/2008	Common Stock 6,000

Option
(Right to
Buy)

Employee
Stock

Option (Right to Buy)	\$ 9.8125	12/09/2005	M	6,000	<u>(6)</u>	10/01/2009	Common Stock	6,000
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Employee
Stock

Option (Right to Buy)	\$ 7.75	12/09/2005	M	898	<u>(2)</u>	07/31/2010	Common Stock	898
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RUSSELL EDWARD A 18025 U.S. HIGHWAY 19 NORTH CLEARWATER, FL 33764			Vice President	

Signatures

Kurt M. Frahn, as
Attorney-in-Fact

12/22/2005

__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) 700 shares held as custodian for daughter, Nicole M. Russell, and 700 shares held as custodian for daughter, Kelly K. Russell.

(2) The options vest in five equal annual installments beginning on July 31, 2003.

(3) The options vest in five equal annual installments beginning on November 13, 2004.

(4) 20% of the options vest and become exercisable each year beginning on October 22, 2005.

(5) 5,873 options vested and became exercisable on June 3, 2001; 5,873 options vested and became exercisable on June 3, 2002; and the remaining options vested in three equal annual installments beginning on June 3, 2003.

(6) 2,000 options vested and became exercisable on October 1, 2002; the remaining options vest in four equal installments beginning on October 1, 2003.

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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