SEC Form 4

 \Box

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol BEAZER HOMES USA INC [BZH]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
MCCARTHY IAN J				X	Director	10% Owner			
(Last) (First)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give title below)	Other (specify below)			
1000 ABERNATHY ROAD			08/26/2004		President, CE	0			
SUITE 1200									
			4. If Amendment, Date of Original Filed (Month/Day/Year)		idual or Joint/Group Filing (Check Applicable			
(Street)				Line)	Form filed by One Report	ing Doroon			
ATLANTA	GA	30328		X	<i>,</i>	0			
P					Form filed by More than C Person	One Reporting			
(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. Transa Code (8)		4. Securities Disposed Of	Acquired (D) (Instr	(A) or . 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	08/26/2004		М		30,527	A	\$17.75	232,343	D	
Common Stock								1,551	I	Issuer 401K Plan
Common Stock	08/26/2004		S		30,527	D	\$98.82	201,816	D	
Common Stock								1,551	I	Issuer 401K Plan
Common Stock	08/27/2004		М		50,600	A	\$17.75	252,416	D	
Common Stock								1,551	I	Issuer 401K Plan
Common Stock	08/27/2004		М		1,200	A	\$20.1875	253,616	D	
Common Stock								1,551	I	Issuer 401K Plan
Common Stock	08/27/2004		S		51,800	D	\$98.67	201,816	D	
Common Stock								1,551	I	Issuer 401K Plan
Common Stock	08/30/2004		М		58,800	A	\$20.1875	260,616	D	
Common Stock								1,551	I	Issuer 401K Plan
Common Stock	08/30/2004		S		58,800	D	\$97.35	201,816	D	
Common Stock								1,551	I	Issuer 401K Plan
Common Stock	08/30/2004		G	v	3,867	D	\$0 ⁽¹⁾	197,949	D	
Common Stock								1,551	I	Issuer 401K Plan

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Anterne Deriv Execution Date, if any (e.g., (Month/Day/Year)	PUJIS (Secu Icalls	Defi Sec Acq (A) (Disp of (E	Walialants urities uired	ାନ୍ୟୁ ଅନ୍ତ୍ରେତ୍ୟେକେରମ Expiration Date କ୍ୱାଲ୍ୟାଯାର୍ହ୍ୟୟର୍ବ୍ଦnvertil		or Beauties of Securities beachay ities) Derivative Security (Instr. 3 and 4)		Orreative Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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. Transa Code (8) Code	Instr.	of Derivative Securities		6. Date Exercisable and Expiration Date (Month/Day/Year) Date Exercisable Date		7. Title and Amount of Securitie ^{Qr} Underlying Mumber Derivative Steares (INStr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (Right to Buy)	\$17.75	08/26/2004		М			30,527	02/03/2003	02/03/2010	Common Stock	30,527	\$17.75	50,600	D	
Stock Options (Right to Buy)	\$17.75	08/27/2004		М			50,600	02/03/2003	02/03/2010	Common Stock	50,600	\$17.75	0	D	
Stock Options (Right to Buy)	\$20.1875	08/27/2004		М			1,200	09/17/2001	09/17/2008	Common Stock	1,200	\$20.1875	58,800	D	
Stock Options (Right to Buy)	\$20.1875	08/30/2004		М			58,800	09/17/2001	09/17/2008	Common Stock	58,800	\$20.1875	0	D	

Explanation of Responses:

1. Charitable gift of shares of common stock.

/s/ James O'Leary, by power of 08/30/2004

** Signature of Reporting Person Date

<u>attorney</u>

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

 \ast 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).

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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