

KAUFMAN IVAN
Form 4
July 02, 2008

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 *
KAUFMAN IVAN

2. Issuer Name and Ticker or Trading Symbol
ARBOR REALTY TRUST INC
[ABR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
06/30/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
COB, CEO and President

C/O ARBOR REALTY TRUST, INC., 333 EARLE OVINGTON BLVD., STE. 900

(Street)

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

UNIONDALE, NY 11553

(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 Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Common Stock, par value \$.01 per share | 06/30/2008 | | A | | 3,776,069 | A | By Arbor Commercial Mortgage, LLC |
| Special Voting Preferred Stock | 06/30/2008 | | J(1)(2) | | 3,776,069 | D | By Arbor Commercial Mortgage, LLC |
| | | | | | 114,334 | D | |

Common
Stock, par
value
\$.01 per
share

Common
Stock, par
value
\$.01 per
share

Common
Stock, par
value
\$.01 per
share

Common
Stock, par
value
\$.01 per
share

3,598

I

1,617

I

5,000

I

By son,
Maurice
Kaufman
under
Uniform
Gift to
Minors Act

By son,
Adam
Kaufman
under
Uniform
Gift to
Minors Act

By spouse,
Lisa
Kaufman

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 displays a currently valid OMB control number.

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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) | | |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Redeemable Paired Partnership Units <u>(1)</u> <u>(2)</u> | <u>(1)</u> <u>(2)</u> | 06/30/2008 | | C | 3,776,069 | <u>(3)</u> | <u>(3)</u> | Common Stock of Arbor Realty Trust, Inc. | 3,776 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KAUFMAN IVAN C/O ARBOR REALTY TRUST, INC. 333 EARLE OVINGTON BLVD., STE. 900 UNIONDALE, NY 11553 | X | X | COB, CEO and President | |

Signatures

/s/ Ivan
Kaufman

07/02/2008

**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).

- Shares of Special Voting Preferred Stock (the "SVP Stock") are paired with an equal number of units of limited partnership interest in Arbor Realty Limited Partnership ("ARLP"), the operating partnership of Arbor Realty Trust, Inc. ("ART"). Pursuant to the Amended and Restated Partnership Agreement of ARLP, the units of limited partnership interest held by Arbor Commercial Mortgage, LLC ("ACM") are redeemable at the election of the holder, for cash or, at the election of ART for shares of common stock of ART (the "Redeemable Paired Partnership Units"). When and if ACM redeems a Redeemable Paired Partnership Unit and ART elects to issue ACM shares of ART's common stock upon such redemption, the corresponding shares of SVP Stock are automatically redeemed and cancelled. On June 30, 2008, ACM redeemed 3,776,069 Redeemable Paired Partnership Units and ART elected to issue ACM the equivalent number of shares of ART's common stock upon such redemption. (Continued on footnote 2)
- (1) (Continued from footnote 1) Therefore, the corresponding shares of SVP Stock were automatically redeemed and cancelled.
- (2) These Redeemable Paired Partnership Units were exercisable as of October 3, 2004 and they did not have an expiration date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.