

ASSURANT INC
Form 4
March 07, 2011

FORM 4

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

OMB APPROVAL

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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 *
Mergelmeier Gene

(Last) (First) (Middle)

ASSURANT, INC., ONE CHASE
MANHATTAN PLAZA, 41 FL.

(Street)

NEW YORK, NY 10005

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ASSURANT INC [AIZ]

3. Date of Earliest Transaction
(Month/Day/Year)
03/03/2011

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)
Executive Vice President / Pres., Assur. Spec. Property

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 03/03/2011 | | M | 3,055 | A \$ 22 | 73,291 | D |
| Common Stock | 03/03/2011 | | D | 1,678 | D \$ 40.05 | 71,613 | D |
| Common Stock | 03/03/2011 | | F | 515 | D \$ 40.05 | 71,098 | D |
| Common Stock | 03/03/2011 | | M | 2,545 | A \$ 22 | 73,643 | D |
| Common Stock | 03/03/2011 | | D | 1,398 | D \$ 40.05 | 72,245 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|------------------------------|---|
| Common Stock | 03/03/2011 | F | 421 | D | \$ 40.05 | 71,824 | D |
| Common Stock | 03/03/2011 | M | 6,323 | A | \$ 26.56 | 78,147 | D |
| Common Stock | 03/03/2011 | D | 4,193 | D | \$ 40.05 | 73,954 | D |
| Common Stock | 03/03/2011 | F | 782 | D | \$ 40.05 | 73,172 <u>(1)</u> <u>(2)</u> | D |

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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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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Appreciation Right | \$ 22 | 03/03/2011 | | M | 2,545 | 01/01/2007 01/01/2014 | Common Stock | 2,545 |
| Stock Appreciation Right | \$ 22 | 03/03/2011 | | M | 3,055 | 01/01/2006 01/01/2013 | Common Stock | 3,055 |
| Stock Appreciation Right | \$ 26.56 | 03/03/2011 | | M | 6,323 | 01/01/2007 01/01/2014 | Common Stock | 6,323 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

Mergelmeyer Gene
ASSURANT, INC.
ONE CHASE MANHATTAN PLAZA, 41
FL.
NEW YORK, NY 10005

Executive Vice
President

Pres., Assur. Spec.
Property

Signatures

Lisa Richter
Attorney-in-Fact

03/07/2011

__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) Includes 2,936 shares, net of tax withholding, (rounded to the nearest whole share) granted to Reporting Person pursuant to exercise of these SARs.
 - (2) Includes restricted stock units.

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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