

Cotter Charles E
 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 *
 Cotter Charles E

2. Issuer Name and Ticker or Trading Symbol
 BOK FINANCIAL CORP ET AL
 [BOKF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 02/02/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Chief Credit Officer

C/O FREDERIC DORWART,
 LAWYERS, 124 EAST FOURTH
 STREET

(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

TULSA, OK 74103

(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 Beneficial Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|--------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common Stock | 02/03/2006 | | M | | 482 | A | \$ 37.43 8,454 | I | Charles and Susan Cotter |
| Common Stock | 02/03/2006 | | F | | 425 | D | \$ 45.25 8,029 | I | Charles and Susan Cotter |
| Common Stock | 02/03/2006 | | S | | 1,126 | D | \$ 45.019 6,903 | I | Charles and Susan Cotter |

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| | | | | | | | | | |
|-----------------|------------|--|---|-----|---|-------|-------|---|--------------------------------|
| Common Stock | 02/06/2006 | | S | 156 | D | \$ 45 | 6,747 | I | Charles and Susan Carter |
|-----------------|------------|--|---|-----|---|-------|-------|---|--------------------------------|

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

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SEC 1474
(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. Pr Deri Secu (Inst | | |
|---|--|---|---|--------------------------------------|--|--|---|--------------------------------|--|------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| 2003 Stock Options (12/23/2003 grant date) | \$ 37.43 | 02/02/2006 | | M | 482 | <u>(1)</u> | <u>(2)</u> | Common Stock | 482 | \$ 4 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Cotter Charles E C/O FREDERIC DORWART, LAWYERS 124 EAST FOURTH STREET TULSA, OK 74103 | | | Chief Credit Officer | |

Signatures

| | |
|---------------------|------------|
| Frederic Dorwart | 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) For options granted in any one year, one-seventh of the options of such grant vest and become exercisable on the grant date of the anniversary each year commencing on the first anniversary after the grant.
- (2) Options expire 3 years after vesting.
- (3) Mr. Cotter owns the following exercisable stock options: 1996 - 724 shares 1997 - 1406 shares 1998 - 1739 shares 1999 - 1447 shares 2000 - 1447 shares 2001 - 1054 shares 2003 - 1818 shares (1/3/03 grant date) 2004 - 1471 shares 2005 - 1365 shares

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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