

HOVNIANIAN ENTERPRISES INC
 Form 4
 May 21, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
 HOVNIANIAN ARA K

2. Issuer Name and Ticker or Trading Symbol
 HOVNIANIAN ENTERPRISES INC
 [HOV]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 110 WEST FRONT STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/12/2007

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

RED BANK, NJ 07701
 (City) (State) (Zip)

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

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
Class A Common Stock	02/12/2007		M		150,000	A	\$ 3.25
Class A Common Stock					29,325 ⁽¹⁾	I	Held by trust for Nadia K. Rodriguez's family ⁽²⁾
Class A Common Stock					71,099 ⁽¹⁾	I	Held by trust for Esther K. Barry's family ⁽³⁾

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Class A Common Stock	85,319 ⁽¹⁾	I	Held by trust for Lucy K. Kalian's family ⁽⁴⁾
Class A Common Stock	30,737 ⁽¹⁾	I	Held as trustee of trust for Ester K. Barry's family
Class A Common Stock	32,237 ⁽¹⁾	I	Held as trustee of trust for Sossie K. Najarian's family
Class A Common Stock	30,487 ⁽¹⁾	I	Held as trustee of trust for Nadia K. Rodriguez's family
Class A Common Stock	32,237 ⁽¹⁾	I	Held as trustee of trust for Lucy K. Kalian's family
Class A Common Stock	205,092	I	Held by the Ara K. Hovnanian 2004 GRAT ⁽⁵⁾
Class A Common Stock	13,974	I	Held by son Alexander
Class A Common Stock	6,700	I	Held by daughter Serena
Class A Common Stock	16,700	I	Held by wife

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

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- (6) The exercise price of, and the number of shares of Class A Common Stock underlying, the option have been adjusted to reflect stock splits
- (7) The option vests in three equal annual installments beginning on February 13, 1998
- (8) N/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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