

Blackburn Lawrence  
Form 4  
April 13, 2006

**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 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Blackburn Lawrence

(Last) (First) (Middle)

C/O GOODMAN GLOBAL,  
INC., 2550 NORTH LOOP WEST,  
SUITE 400

(Street)

HOUSTON, TX 77092

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
Goodman Global Inc [GGL]

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/11/2006

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Executive VP and CFO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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)
9.5% Series A Preferred Stock	04/11/2006		D	1,460.2637	D \$ 1,000 (1)	0	D
Common Stock	04/11/2006		P	1,300	A \$ 18	1,300	I See Footnote (2) (3)
Common Stock	04/11/2006		P	1,300	A \$ 18	1,300	I See Footnote (3) (4)

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Common Stock	04/11/2006	P	1,300	A	\$ 18	1,300	I	See Footnote (3) (5)
Common Stock	04/11/2006	P	1,300	A	\$ 18	1,300	I	See Footnote (3) (6)

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.**

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships
Blackburn Lawrence C/O GOODMAN GLOBAL, INC. 2550 NORTH LOOP WEST, SUITE 400 HOUSTON, TX 77092	Director 10% Owner Officer Other Executive VP and CFO

## Signatures

/s/ Ben Campbell, as attorney in fact for Lawrence M. Blackburn

04/13/2006

\*\*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).

- In connection with the closing of the Issuer's initial public offering of common stock, all shares of preferred stock were redeemed at a liquidation preference of \$1,000 per share. At the time of redemption, there were also accrued and unpaid dividends of \$192,140.11 on the preferred stock held by the Reporting Person, which was paid to the Reporting Person on the closing date of the Issuer's initial public offering of common stock.
- (1)
- (2) Includes shares of common stock held by the Baily B. Eaton 2006 Trust of which a family member of the Reporting Person is trustee.
- The Reporting Person disclaims ownership of all shares reported herein in excess of his pecuniary interests, if any, and this report shall
- (3) not be deemed an admission that such Reporting Person is the beneficial owner of, or has any pecuniary interest in, such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
- (4) Includes shares of common stock held by the Brendan M. Blackburn 2006 Trust of which a family member of the Reporting Person is trustee.
- (5) Includes shares of common stock held by the Lauren E. Sperry 2006 Trust of which a family member of the Reporting Person is trustee.
- (6) Includes shares of common stock held by the Scott M. Blackburn 2006 Trust of which a family member of the Reporting Person is trustee.

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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