

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>MERRILL ALLAN P</u> (Last) (First) (Middle) <u>1000 ABERNATHY RD</u> <u>SUITE 260</u> (Street) <u>ATLANTA</u> <u>GA</u> <u>30328</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BEAZER HOMES USA INC [BZH]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>03/16/2012</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President and CEO</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	03/16/2012		M		5,735	A	(2)	769,534	D	
Common Stock	03/16/2012		M		4,903	A	(3)	774,437	D	
Common Stock	05/01/2012		D(1)		17,647(1)	D	\$0	756,790	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
7.5% Mandatory Convertible Subordinated Notes Due 2013	(2)	03/16/2012		M			1,000	03/16/2012	03/16/2012	Common Stock	5,735(2)	(2)	0	D	
7.25% Tangible Equity Units	(3)	03/16/2012		M			1,000	03/16/2012	03/16/2012	Common Stock	4,903(3)	(3)	0	D	

Explanation of Responses:

1. Forfeiture of performance-based stock due to failure to achieve specified performance criteria.
2. Represents the number of shares of common stock issued upon settlement of the 7.5% Mandatory Convertible Notes ("Notes") in a public exchange offer. The number of shares issued was equal to 5.7348 shares of common stock for each \$25 principal amount of Notes.
3. Represents the number of shares of common stock issued upon settlement of the 7.25% Tangible Equity Units("Units") in a public exchange offer. The number of shares issued was equal to 4.9029 shares of common stock for each Unit.

/s/ Kenneth F. Khoury 05/03/2012
** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.