
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report: **March 22, 2006**

BEAZER HOMES USA, INC.

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation)

001-12822
(Commission
File Number)

54-2086934
(IRS Employer
Identification No.)

1000 Abernathy Road, Suite 1200
Atlanta Georgia 30328
(Address of Principal
Executive Offices)

(770) 829-3700
(Registrant's telephone number, including area code)

None
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01. Entry into a Material Definitive Agreement

Effective March 22, 2006, Beazer Homes USA, Inc. (the "Company") amended ("First Amendment") its four-year unsecured revolving credit facility (the "Credit Facility") to increase the Company's maximum land inventory ratio, defined as adjusted land value to the sum of consolidated tangible net worth credit plus 50% of consolidated subordinated debt (as those terms are defined in the Credit Facility) to 1.25 to 1.0.

No other changes were made to the Credit Facility. The Credit Facility matures on August 21, 2009. The First Amendment is attached as Exhibit 10.1 hereto and is incorporated herein by reference. The above description is qualified in its entirety by reference to Exhibit 10.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

- 10.1 First Amendment to Credit Agreement dated as of March 22, 2006, among Beazer Homes USA, Inc., as Borrower, the Lenders Parties Thereto and JPMorgan Chase Bank, N.A. as Administrative Agent

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BEAZER HOMES USA, INC.

Date: March 27, 2006

By: /s/ James O'Leary
James O'Leary
Executive Vice President and Chief Financial Officer

FIRST AMENDMENT TO CREDIT AGREEMENT

This FIRST AMENDMENT TO CREDIT AGREEMENT ("Amendment"), dated as of March 22, 2006, among BEAZER HOMES USA, INC., a Delaware corporation (the "Borrower"), those lenders that are identified on the signature pages hereto (hereinafter collectively referred to as the "Lenders"), and JPMORGAN CHASE BANK, N.A., as Administrative Agent (the "Administrative Agent").

RECITALS

WHEREAS, the Borrower, the Lenders and Administrative Agent are parties to that certain Credit Agreement dated as of August 22, 2005 (the "Credit Agreement");

WHEREAS, the parties hereto desire to amend the Credit Agreement to change the "Land Inventory" covenant contained in Section 7.05 of the Credit Agreement for the purposes set forth herein;

NOW, THEREFORE, the parties hereto hereby agree as follows:

AGREEMENT

1. Land Inventory. Section 7.05 of the Credit Agreement is hereby amended to change "1.0 to 1.0" to "1.25 to 1.0."

2. Representations and Warranties. The Borrower hereby certifies that the representations and warranties contained in Article IV of the Credit Agreement are correct on the date hereof as though made on and as of such date except to the extent that any such representation or warranty is stated to relate solely to an earlier date, in which case such representation or warranty is correct as of such earlier date.

3. Ratification. The Credit Agreement, as amended hereby, is hereby ratified and remains in full force and effect.

4. Counterparts. This Amendment may be executed in two or more counterparts, each of which may be executed by one or more of the parties hereto, but all of which, when taken together, shall constitute a single agreement binding on all the parties hereto.

IN WITNESS WHEREOF, the Borrower and the Lenders have caused this

Amendment to be duly executed as of the date first above written.

Borrower:

BEAZER HOMES USA, INC.

By: /s/ Cory J. Boydston
 Name: Cory J. Boydston
 Title: Senior Vice President

Lenders:

JPMORGAN CHASE BANK, N.A.,
 As Lender and Administrative Agent

By: /s/ Michael O'Keefe
 Name: Michael O'Keefe
 Its: Associate

BNP PARIBAS

By: /s/ Duane Helkowski
 Name: Duane Helkowski
 Title: Managing Director

By: /s/ Angela Bentley-Arnold
 Name: Angela Bentley-Arnold
 Title: Director

GUARANTY BANK

By: /s/ Amy Satsky
 Name: Amy Satsky
 Title: Vice President

SIGNATURE PAGE TO FIRST AMENDMENT TO CREDIT AGREEMENT
WITH BEAZER HOMES USA, INC.

WACHOVIA BANK, NATIONAL
ASSOCIATION

By: /s/ Timothy S. Blake
Name: Timothy S. Blake
Title: Vice President

THE ROYAL BANK OF SCOTLAND PLC

By: /s/ David Apps
Name: David Apps
Title: Managing Director

CITICORP NORTH AMERICA, INC.

By: /s/ Niraj R. Shah
Name: Niraj R. Shah
Title: Vice President

SUNTRUST BANK

By: /s/ W. John Wendler
Name: W. John Wendler
Title: Senior Vice President

WASHINGTON MUTUAL BANK, FA

By: /s/ Anne D. Brehony
Name: Anne D. Brehony
Title: Vice President

COMERICA BANK

By: /s/ James Graycheck
Name: James Graycheck
Title: Vice President

PNC BANK, NATIONAL ASSOCIATION

By: /s/ Douglas G. Paul
Name: Douglas G. Paul
Title: Senior Vice President

UBS LOAN FINANCE LLC

By: /s/ Irja R. Otsa
Name: Irja R. Otsa
Title: Associate Director Banking Products Services, US

By: /s/ Richard L. Tavrow
Name: Richard L. Tavrow
Title: Director Banking Products Services, US

AMSOUTH BANK

By: /s/ Ronny Hudspeth
Name: Ronny Hudspeth
Title: Sr. Vice President

BANK UNITED, FSB

By: /s/ Fernando X. Gomez
Name: Fernando X. Gomez
Title: Vice President

CITY NATIONAL BANK

By: /s/ Mary Bowman
Name: Mary Bowman
Title: SVP

COMPASS BANK

By: /s/ Emory Sellers
Name: Emory Sellers
Title: Executive Vice President

DEUTSCHE BANK TRUST COMPANY
AMERICAS

By: /s/ Scottye Lindsey
Name: Scottye Lindsey
Title: Director

By: /s/ Lana Gifas
Name: Lana Gifas
Title: Vice President

FIFTH THIRD BANK, a Michigan banking
corporation

By: /s/ Jeffrey K. Lockhart
Name: Jeffrey K. Lockhart
Title: Vice President

REGIONS BANK

By: /s/ Carol S. Geraghty
Name: Carol S. Geraghty
Title: Vice President

UNION BANK OF CALIFORNIA

By: /s/ Gary Roberts
Name: Gary Roberts
Title: Vice President

U.S. BANK NATIONAL ASSOCIATION

By: /s/ Brian M. Walsh
Name: Brian M. Walsh
Title: SVP
