

**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 (Date of earliest reported event): March 3, 2011

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 8.01 Other Events

On March 3, 2011, Beazer Homes USA, Inc. issued a press release which announced that the Company's President and Chief Executive Officer, Ian J. McCarthy has reached a resolution with the United States Securities and Exchange Commission of the previously disclosed claim under Section 304 of the Sarbanes-Oxley Act. A copy of the press release is attached hereto as exhibit 99.1.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

99.1 Press Release dated March 3, 2011.

SIGNATURES

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 3, 2011

By: /s/ Kenneth F. Khoury

Kenneth F. Khoury

Executive Vice President and General Counsel



Press Release
For Immediate Release

Beazer CEO Resolves SEC Clawback Claim

ATLANTA, March 3, 2011- Beazer Homes USA, Inc. (NYSE: BZH) (“Beazer” or the “Company”) announced today that its President and Chief Executive Officer, Ian J. McCarthy has reached a resolution with the United States Securities and Exchange Commission of the previously disclosed claim under Section 304 of the Sarbanes-Oxley Act. Under Section 304, where a public company corrects errors in its financial statements resulting from misconduct, the SEC can clawback for the company incentive cash and equity based compensation and stock profits earned by the company’s CEO, even if he did not engage in the misconduct. In resolving the claim against Mr. McCarthy, the SEC did not personally charge him with engaging in the underlying misconduct or allege that he otherwise violated the federal securities laws. Under the terms of the settlement, Beazer will receive approximately \$6.5 million in cash plus certain vested and unvested shares of Beazer stock.

In May of 2008, Beazer restated its financial statements covering fiscal years 2002-2007. As previously disclosed, in 2008 and 2009 the company resolved the federal and state governmental investigations into misconduct involving these financial statements.

Beazer Homes USA, Inc., headquartered in Atlanta, is one of the country’s ten largest single-family homebuilders with continuing operations in Arizona, California, Delaware, Florida, Georgia, Indiana, Maryland, Nevada, New Jersey, New York, North Carolina, Pennsylvania, South Carolina, Tennessee, Texas, and Virginia.

Forward Looking Statements

This presentation contains forward-looking statements. These forward-looking statements represent the Company’s expectations or beliefs concerning future events, and it is possible that the results described in this press release will not be achieved. These forward-looking statements are subject to risks, uncertainties and other factors, many of which are outside of the Company’s control, that could cause actual results to differ materially from the results discussed in the forward-looking statements, including, among other things, (i) changing market conditions, (ii) Beazer’s cost of and

ability to access capital and otherwise meet its ongoing liquidity needs including the impact of any downgrades of its credit ratings or reductions in its tangible net worth or liquidity levels; (iii) acceptance of the terms of the exchange offer by holders of the 9.125% Senior Notes due 2019 and (iv) the Company's ability to complete any offering under the shelf registration statement. For more information, see the Company's filings with the Securities and Exchange Commission, including the risk factors included under Item 1A of the Company's Annual Report on Form 10-K for its fiscal year ended September 30, 2010.

Any forward-looking statement speaks only as of the date on which such statement is made, and, except as required by law, Beazer does not undertake any obligation to update or revise any forward-looking statement, whether as a result of new information, future events or otherwise. New factors emerge from time to time and it is not possible for management to predict all such factors.

CONTACT: Beazer Homes USA, Inc.

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