

HAMMOND THOMAS J
 Form 4
 February 21, 2006

FORM 4

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

OMB APPROVAL

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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 *
 HAMMOND THOMAS J

2. Issuer Name and Ticker or Trading Symbol
 FLAGSTAR BANCORP INC
 [(NYSE:FBC)]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 02/16/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman of the Board

5151 CORPORATE DRIVE

(Street)

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

TROY, MI 48098

(City) (State) (Zip)

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Flagstar Bancorp, Inc. Common Stock	02/16/2006		S		600	D	\$ 15.07	11,008,840	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/16/2006		S		800	D	\$ 15.08	11,008,040	I	By Trust
Flagstar Bancorp,	02/16/2006		S		1,900	D	\$ 15.09	11,006,140	I	By Trust

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Inc. Common Stock									
Flagstar Bancorp, Inc. Common Stock	02/16/2006	S	4,600	D	\$ 15.1	11,001,540	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/16/2006	S	11,600	D	\$ 15.11	10,989,940	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/16/2006	S	2,000	D	\$ 15.12	10,987,940	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/16/2006	S	6,300	D	\$ 15.13	10,981,640	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/16/2006	S	2,300	D	\$ 15.14	10,979,340	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/16/2006	S	5,800	D	\$ 15.15	10,973,540	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/16/2006	S	700	D	\$ 15.16	10,972,840	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/16/2006	S	100	D	\$ 15.19	10,972,740	I	By Trust	
Flagstar Bancorp, Inc.	02/16/2006	S	1,100	D	\$ 15.2	10,971,640	I	By Trust	

Common Stock									
Flagstar Bancorp, Inc. Common Stock	02/16/2006	S	600	D	\$ 15.21	10,971,040	I		By Trust
Flagstar Bancorp, Inc. Common Stock	02/16/2006	S	500	D	\$ 15.22	10,970,540	I		By Trust
Flagstar Bancorp, Inc. Common Stock	02/16/2006	S	900	D	\$ 15.23	10,969,640	I		By Trust
Flagstar Bancorp, Inc. Common Stock	02/16/2006	S	200	D	\$ 15.24	10,969,440	I		By Trust
Flagstar Bancorp, Inc. Common Stock						25,745	D		
Flagstar Bancorp, Inc. Common Stock						52,975.25 ⁽¹⁾	I		By 401(k) Plan

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

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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	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. Nu Deriv Secur Bene Own Follo
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