

HAMMOND THOMAS J
Form 4
February 23, 2006

FORM 4

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

OMB APPROVAL

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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

(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)
5151 CORPORATE DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/21/2006

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

TROY, MI 48098

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

(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)	(A) or (D)	5. Amount or Price	6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	7. Nature of Ownership (Instr. 4)
Flagstar Bancorp, Inc. Common Stock	02/21/2006		S	21,000	D	\$ 15.25	10,889,440	I By Trust
Flagstar Bancorp, Inc. Common Stock	02/22/2006		S	300	D	\$ 14.99	10,889,140	I By Trust
Flagstar Bancorp,	02/22/2006		S	300	D	\$ 15	10,888,840	I By Trust

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Inc. Common Stock									
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	2,100	D	\$ 15.02	10,886,740	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	800	D	\$ 15.03	10,885,940	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	2,100	D	\$ 15.04	10,883,840	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	1,200	D	\$ 15.05	10,882,640	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	1,200	D	\$ 15.06	10,881,440	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	3,800	D	\$ 15.07	10,877,640	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	1,500	D	\$ 15.08	10,876,140	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	4,000	D	\$ 15.09	10,872,140	I	By Trust	
Flagstar Bancorp, Inc.	02/22/2006	S	8,300	D	\$ 15.1	10,863,840	I	By Trust	

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Common Stock									
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	4,700	D	\$ 15.11	10,859,140	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	3,700	D	\$ 15.12	10,855,440	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	500	D	\$ 15.13	10,854,940	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	700	D	\$ 15.14	10,854,240	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	3,000	D	\$ 15.15	10,851,240	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	100	D	\$ 15.16	10,851,140	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	1,200	D	\$ 15.17	10,849,940	I	By Trust	
Flagstar Bancorp, Inc. Common Stock	02/22/2006	S	500	D	\$ 15.18	10,849,440	I	By Trust	
Flagstar Bancorp, Inc. Common						25,745	D		

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).
- (1) Because the stock fund component of the 401(k) Plan is accounted for in unit accounting, the number of share equivalents is based on the closing price of Flagstar Bancorp, Inc. common stock on February 22, 2006.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.