Edgar Filing: PROSPERITY BANCSHARES INC - Form 4

PROSPERIT Form 4 April 20, 200	Y BANCSHARE 6	S INC									
FORM	4									PPROVAL	
Washington, D.C. 20549							OMB Number:	3235-0287			
Check this if no longe	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF								Expires:	January 31, 2005	
subject to Section 16									Estimated a burden hou	average Irs per	
Form 4 or Form 5	Form 4 or Form 5 Eilad pursuant to Spatian 16(a) of the Securities Evolution Act of 1024							response	0.5		
Form 5 obligations may continue. See Instruction 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											
See Instruction 1(b).	ction	30(h) of	the Inv	estment	Company	y Act	of 19	40			
1(0).											
(Print or Type R	esponses)										
DAVIS CHARLES A JR Symbol					ame and Ticker or Trading			5. Relationship of Reporting Person(s) to Issuer			
			PROSPERITY BANCSHARES INC PRSP]				S INC	(Check all applicable)			
(Last)	(First) (M			Earliest Tra	insaction			X Director		b Owner er (specify	
			10nth/Day/Year) 4/18/2006					Officer (give titleOther (specify below) below)			
(Street) 4. If Amer			If Amen	endment, Date Original				6. Individual or Joint/Group Filing(Check			
Filed(Month				th/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
HOUSTON,	TX 77027							Form filed by N Person			
(City)	(State) (Z	Zip)	Table	I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day	Date, if	3. Transactic Code (Instr. 8) Code V	Disposed (Instr. 3,	l (A) o l of (D)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common	04/18/2006			A	500 × 100	(D) A	\$ 0	72,920	D		
Stock	0 11 10 2000				200		ψŪ	,, _0	-		

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

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 control number.

 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)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Tran (Inst
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Edgar Filing: PROSPERITY BANCSHARES INC - Form 4

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
DAVIS CHARLES A JR 4295 SAN FELIPE HOUSTON, TX 77027	Х							
Signatures								
/s/ Charles A. Davis, Jr.	04/20/2006							
<u>**</u> Signature of Reporting Person	Date							

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).

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.