

ATLANTIS PLASTICS INC
 Form 5
 February 14, 2007

FORM 5

**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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
**STADIUM CAPITAL PARTNERS
 L P**

2. Issuer Name **and** Ticker or Trading Symbol
**ATLANTIS PLASTICS INC
 [ATPL]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2006

____ Director 10% Owner
 ____ Officer (give title below) ____ Other (specify below)

19785 VILLAGE OFFICE
 CT, STE 101

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

BEND, OR 97702

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)		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) Amount	or (D) Price			
Class A Common Stock	07/20/2006	Â	P5	16,918	A \$ 7.6994	745,583	D	Â
Class A Common Stock	07/21/2006	Â	P5	13,617	A \$ 7.62	745,583	D	Â
Class A Common	07/24/2006	Â	P5	2,522	A \$ 7.6	745,583	D	Â

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Stock									
Class A Common Stock	07/24/2006	Â	P5	3,110	A	\$ 7.5013	745,583	D	Â
Class A Common Stock	07/25/2006	Â	P5	19,665	A	\$ 7.5915	745,583	D	Â
Class A Common Stock	07/26/2006	Â	P5	524	A	\$ 7.9878	745,583	D	Â
Class A Common Stock	07/26/2006	Â	P5	14,009	A	\$ 7.65	745,583	D	Â
Class A Common Stock	07/27/2006	Â	S5	2,546	D	\$ 8.3536	745,583	D	Â
Class A Common Stock	07/28/2006	Â	S5	12,004	D	\$ 8.0226	745,583	D	Â
Class A Common Stock	07/31/2006	Â	S5	3,195	D	\$ 8.1192	745,583	D	Â
Class A Common Stock	07/31/2006	Â	S5	1,259	D	\$ 8.1192	745,583	D	Â
Class A Common Stock	08/01/2006	Â	S5	4,371	D	\$ 8.31	745,583	D	Â
Class A Common Stock	08/02/2006	Â	S5	1,596	D	\$ 8.19	745,583	D	Â
Class A Common Stock	08/03/2006	Â	S5	7	D	\$ 8.15	745,583	D	Â
Class A Common Stock	08/07/2006	Â	S5	84	D	\$ 8.04	745,583	D	Â
Class A Common Stock	09/05/2006	Â	P5	84	A	\$ 6.53	745,583	D	Â
Class A Common Stock	09/07/2006	Â	P5	2,980	A	\$ 6.7245	745,583	D	Â

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Class A Common Stock	09/08/2006	Â	P5	2,028	A	\$ 6.6667	745,583	D	Â
Class A Common	09/11/2006	Â	P5	1,257	A	\$ 6.52	745,583	D	Â
Class A Common	09/12/2006	Â	P5	1,676	A	\$ 6.785	745,583	D	Â
Class A Common Stock	09/13/2006	Â	P5	2,515	A	\$ 6.6	745,583	D	Â

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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	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. of D Se B O E Is Fi (I
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

STADIUM CAPITAL PARTNERS L P
19785 VILLAGE OFFICE CT
STE 101
BEND, Â OR Â 97702

Â Â X Â Â

Signatures

Stadium Capital Partners, L.P. by Stadium Capital Management, LLC, General Partner, by Bradley R. Kent, Manager

02/14/2007

__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).

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