

BALLANTYNE OF OMAHA INC
 Form 4
 April 25, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
BOEGNER RAY

2. Issuer Name and Ticker or Trading Symbol
BALLANTYNE OF OMAHA INC [BTN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
04/21/2005

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Senior Vice President

(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

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock ⁽¹⁾	04/21/2005		M		8,500	A	\$ 2.5
Common Stock ⁽¹⁾	04/21/2005		S		500	D	\$ 4.01
Common Stock ⁽¹⁾	04/21/2005		S		200	D	\$ 4.02
Common Stock ⁽¹⁾	04/21/2005		S		2,200	D	\$ 4.03
Common Stock ⁽¹⁾	04/21/2005		S		200	D	\$ 4.04

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Common Stock <u>(1)</u>	04/21/2005	S	2,700	D	\$ 4.05	10,144	D
Common Stock <u>(1)</u>	04/21/2005	S	900	D	\$ 4.06	9,244	D
Common Stock <u>(1)</u>	04/21/2005	S	800	D	\$ 4.07	8,444	D
Common Stock <u>(1)</u>	04/21/2005	S	500	D	\$ 4.08	7,944	D
Common Stock <u>(1)</u>	04/21/2005	S	400	D	\$ 4.15	7,544	D
Common Stock <u>(1)</u>	04/21/2005	S	100	D	\$ 4.19	7,444	D
Common Stock <u>(1)</u>	04/22/2005	M	8,825	A	\$ 2.5	16,269	D
Common Stock <u>(1)</u>	04/22/2005	S	8,825	D	\$ 4.03	7,444	D

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

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SEC 1474
(9-02)

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)	
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Option(Right to Buy) <u>(1)</u>	\$ 2.5	04/21/2005		M	8,500	09/06/1995 09/06/2005	Common Stock	8,500
Stock Option(Right to Buy) <u>(1)</u>	\$ 2.5	04/22/2005		M	8,825	09/06/1995 09/06/2005	Common Stock	8,825

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOEGNER RAY			Senior Vice President	

Signatures

/s/ Ray Boegner 04/25/2005

__Signature of Date
Reporting Person

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) All transactions on this Form 4 were made pursuant to a stock trading plan, dated January 20, 2005 established pursuant to Rule 10b5-1.

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

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