

AAON INC
Form 4
May 15, 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 *
ASBJORNSON NORMAN H

(Last) (First) (Middle)

AAON INC, 2425 SOUTH YUKON

(Street)

TULSA, OK 74107

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AAON INC [AAON]

3. Date of Earliest Transaction (Month/Day/Year)
05/09/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock, par value \$.004	05/09/2006	05/09/2006	S	8,873	D \$ 26.73	0	I 401(k) Plan
Common Stock, par value \$.004	05/09/2006	05/09/2006	S	11,677	D \$ 27.24	0	I IRA Account
Common Stock, par value \$.004	05/11/2006	05/11/2006	M	17,500	A \$ 2.33	2,181,380	D

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Common Stock, par value \$0.004	05/11/2006	05/11/2006	S	4,827	D	\$ 27.58	2,176,553	D	
Common Stock, par value \$0.004	05/12/2006	05/12/2006	S	12,673	D	\$ 27	2,163,880	D	
Common Stock, par value \$0.004							4,500	I	Private Foundation

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

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(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)	8. De	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Plan B Stock Option	\$ 2.33					01/08/1998	01/08/2007	Common Stock	50,000
Stock Option	\$ 3.19					03/11/1998	03/11/2007	Common Stock	61,875
Stock Option	\$ 3.39					01/16/1999	01/16/2008	Common Stock	45,000
Common stock	\$ 4					12/28/1999	12/28/2008	Common Stock	112,500
Stock Option	\$ 5.78					10/13/2000	10/13/2009	Common Stock	11,250
	\$ 20.4					05/25/2005	05/25/2014		2,000

Plan C Stock Option					Common Stock	
Plan C Stock Option	\$ 18		05/24/2006	05/24/2015	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ASBJORNSON NORMAN H AAON INC 2425 SOUTH YUKON TULSA, OK 74107	X	X	President	

Signatures

Norman H.
Asbjornson 05/15/2006

 **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).

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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