

ASSURANT INC
Form 8-K
August 17, 2005

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 8-K
CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D) OF
THE SECURITIES EXCHANGE ACT OF 1934
Date of Report (date of earliest event reported): August 16, 2005**

Assurant, Inc.

(Exact Name of Registrants as Specified in Charter)

Delaware

001-31978

39-1126612

(State or Other Jurisdiction
of Incorporation)

(Commission File Number)

(I.R.S. Employer
Identification No.)

**One Chase Manhattan Plaza, 41st Floor
New York, New York**

10005

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code: **(212) 859-7000**

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13.e-4(c))
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Item 2.02 Results of Operations and Financial Condition.

Assurant, Inc. is furnishing as Exhibit 99.1 hereto a copy of its preliminary unaudited consolidated financial statements as of and for the three and six months ended June 30, 2005 and management's discussion and analysis of financial condition and results of operations with respect thereto.

Item 8.01 Other Events.

On August 16, 2005, Assurant, Inc. issued a press release announcing that it had filed a Form 12b-25 with the Securities and Exchange Commission to obtain a five day extension of the due date for its Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2005. A copy of the press release is filed as Exhibit 99.2.

Item 9.01 Exhibits.

Exhibit No.	Exhibit Description
99.1	Preliminary Unaudited Consolidated Financial Statements as of and for the Three and Six Months Ended June 30, 2005 and Management's Discussion and Analysis of Financial Condition and Results of Operations
99.2	Press Release dated August 16, 2005

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ASSURANT, INC.

By: /s/ P. Bruce Camacho

Name: P. Bruce Camacho

Title: Executive Vice President and Chief
Financial Officer

Dated: August 16, 2005

**ASSURANT, INC.
EXHIBIT INDEX**

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500 A \$ 17 1,417,310 D Common Stock ⁽¹⁾ ⁽²⁾08/17/2005 P 1,710 A \$ 17.09 1,419,020 D Common Stock ⁽¹⁾ ⁽²⁾08/19/2005 P 1,500 A \$ 18.04 1,420,520 D Common Stock ⁽¹⁾ ⁽²⁾08/19/2005 S 12,000 D \$ 17.95 1,408,520 D Common Stock ⁽¹⁾ ⁽²⁾08/22/2005 P 5,000 A \$ 17.78 1,413,520 D Common Stock ⁽¹⁾ ⁽²⁾08/22/2005 S 5,000 D \$ 17.97 1,408,520 D Common Stock ⁽¹⁾ ⁽²⁾08/23/2005 P 4,600 A \$ 18.03 1,413,120 D Common Stock ⁽¹⁾ ⁽²⁾08/24/2005 P 515 A \$ 17.98 1,413,635 D Common Stock ⁽¹⁾ ⁽²⁾08/26/2005 P 100 A \$ 17.9 1,413,735 D Common Stock ⁽¹⁾ ⁽²⁾08/29/2005 P 1,720 A \$ 17.97 1,415,455 D Common Stock ⁽¹⁾ ⁽²⁾08/31/2005 P 10,000 A \$ 17.8 1,425,455 D Common Stock ⁽¹⁾ ⁽²⁾09/01/2005 P 1,971 A \$ 18.04 1,427,426 D Common Stock ⁽¹⁾ ⁽²⁾09/02/2005 P 276 A \$ 18 1,427,702 D Common Stock ⁽¹⁾ ⁽²⁾09/06/2005 P 500 A \$ 18 1,428,202 D Common Stock ⁽¹⁾ ⁽²⁾09/07/2005 P 1,955 A \$ 18.02 1,430,157 D Common Stock ⁽¹⁾ ⁽²⁾09/12/2005 P 4,587 A \$ 18.25 1,434,744 D Common Stock ⁽¹⁾ ⁽²⁾09/13/2005 P 1,000 A \$ 18.27 1,435,744 D Common Stock ⁽¹⁾ ⁽²⁾09/19/2005 P 3,500 A \$ 18.68 1,439,244 D Common Stock ⁽¹⁾ ⁽²⁾09/19/2005 P 400 A \$ 18.14 1,439,644 D Common Stock ⁽¹⁾ ⁽²⁾09/20/2005 P 142 A \$ 18.96 1,439,786 D Common Stock ⁽¹⁾ ⁽²⁾09/20/2005 S 142 D \$ 19.15 1,439,644 D Common Stock ⁽¹⁾ ⁽²⁾09/21/2005 P 4,500 A \$ 18.46 1,444,144 D Common Stock ⁽¹⁾ ⁽²⁾09/22/2005 P 2,250 A \$ 18.34 1,446,394 D Common Stock ⁽¹⁾ ⁽²⁾09/23/2005 P 1,370 A \$ 18.28 1,447,764 D Common Stock ⁽¹⁾ ⁽²⁾09/26/2005 P 1,400 A \$ 18.23 1,449,164 D

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. 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)	8. Price of Derivative Security (Instr. 5)	9. Nature of Derivative Security (Instr. 5)
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								Amount or Number of Shares
					Date Exercisable	Expiration Date	Title	
	Code	V	(A)	(D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORGAN STANLEY 1585 BROADWAY NEW YORK, NY 10036		X		

Signatures

Morgan Stanley, By: /s/ Dennine Bullard, Executive Director	01/25/2006
**Signature of Reporting Person	Date
Morgan Stanley & Co. International Limited, By: /s/ R. Derek Bandeen, Managing Director	01/25/2006
**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).
- (1) This Form 4 is being filed by more than one reporting person. Morgan Stanley & Co. International Limited is a wholly owned subsidiary of Morgan Stanley. All shares held directly by Morgan Stanley & Co. International Limited are held indirectly by Morgan Stanley.
- (2) The reporting persons have disgorged to the issuer \$114,358.20 in short-swing profits as a consequence of the transactions reported on the Form 4s dated 1/25/2006 pursuant to section 16(b) of the Exchange Act of 1934.

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.