#### FLUSHING FINANCIAL CORP

Form 4 June 19, 2006

# FORM 4

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

OMB 3235-0287 Number:

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

Form 4 or Form 5

**SECURITIES** 

burden hours per 0.5 response...

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

1(b).

(Print or Type Responses)

	ress of Reporting Person * ISKI FRANCIS W	2. Issuer Name <b>and</b> Ticker or Trading Symbol FLUSHING FINANCIAL CORP [FFIC]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) (First) (Middle) 1979 MARCUS AVENUE, SUITE E140		3. Date of Earliest Transaction (Month/Day/Year) 06/15/2006	Director 10% Owner _X Officer (give title 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) _X_ Form filed by One Reporting Person			
LAKE SUCCE	ESS, NY 11042		Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tabl	e I - Non-D	)erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or			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)
Common Stock	06/15/2006	06/15/2006	Code V F	Amount 288 (1)	` ´	Price \$ 16.64	40,311	D	
Common Stock	06/17/2006	06/17/2006	F	203 (1)	D	\$ 16.74	40,108	D	
Common Stock	06/18/2006	06/18/2006	F	305 (1)	D	\$ 16.74	39,803	D	
Common Stock							2,340 (2)	I	401(k)
Common Stock							14,583 (3)	I	PSP

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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)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of	•
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Da	ite	Amou	int of	Derivative	
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Ì
		Derivative				Securities			(Instr.	3 and 4)		•
Security						Acquired						Į
						(A) or						Į
						Disposed						
						of (D)						
						(Instr. 3,						
						4, and 5)						
										A		
										Amount		
							Date	Expiration	TC:41	or		
							Exercisable	Date	Title	Number		
					C 1 W	(A) (D)				of		
					Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KORZEKWINSKI FRANCIS W Senior 1979 MARCUS AVENUE, SUITE E140 Vice LAKE SUCCESS, NY 11042 President

## **Signatures**

Signed by Russell A. Fleishman under Power of Attorney by Francis W.

Korzekwinski

06/19/2006

\*\*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) Shares withheld to satisfy tax liability upon vesting of restricted stock units.
- (2) Shares held in FSB 401(k) Savings Plan a/o 3/31/06.
- (3) Shares held in FFC Stock-Based Profit Sharing Plan a/o 3/31/06.

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.

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