

ATLANTIS PLASTICS INC
 Form 4/A
 June 17, 2005

FORM 4

**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).

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 *
POWELL EARL W

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. Date of Earliest Transaction
 (Month/Day/Year)

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

Chairman of the Board

**TRIVEST PARTNERS LLC, 2665
 SOUTH BAYSHORE DRIVE STE
 800**

4. If Amendment, Date Original Filed(Month/Day/Year)
06/17/2005

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

MIAMI, FL 33133

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Class A Common Stock	06/16/2005	06/16/2005	P		1,900	A	\$ 6.25
Class A Common Stock	06/16/2005	06/16/2005	P		3,000	A	\$ 6.22
Class A Common Stock	06/16/2005	06/16/2005	P		2,000	A	\$ 6.2098

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Class A Common Stock	06/16/2005	06/16/2005	P	500	A	\$ 6.1	666,851	D	
Class A Common Stock	06/16/2005	06/16/2005	P	2,000	A	\$ 5.855	668,851	D	
Class A Common Stock							240,482	I	Limited Partnership <u>(1)</u>
Class A Common Stock							3,090	I	Spouse <u>(2)</u>
Class A Common Stock							13,813	I	TPS <u>(3)</u>

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.

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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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
POWELL EARL W TRIVEST PARTNERS LLC 2665 SOUTH BAYSHORE DRIVE STE 800	X	X	Chairman of the Board	

MIAMI, FL 33133

Signatures

Earl W. Powell

06/17/2005

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).
These shares are held of record by CWB Limited Partnership, a limited partnership ("CWB") of which the Reporting Person is the sole limited partner. The general partner of CWB is Powell Investments, Inc. ("PWI"), of which the Reporting Person is a director and owns a controlling interest of the outstanding shares of capital stock of PWI.
These shares are held of record by the Reporting Person's spouse. The Reporting Person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (3) These shares are held of record by Trivest Plan Sponsor, a Florida corporation ("TPS"). TPS is controlled in part by the Reporting Person. The Reporting Person disclaims beneficial ownership of all such securities, except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for purposes of Section 16 or any other purpose.

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.