HARTE HANKS INC

Form 4 June 16, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

HARTE HANKS INC [HHS]

3. Date of Earliest Transaction

(Month/Day/Year)

06/14/2006

OMB Number:

3235-0287

January 31, Expires: 2005

10% Owner

Other (specify

OMB APPROVAL

Estimated average 0.5

burden hours per response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

_X__ Director

Officer (give title

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. See Instruction

30(h) of the Investment Company Act of 1940

Symbol

1(b).

(Last)

SUITE 800

(Print or Type Responses)

FRANKLIN LARRY

1. Name and Address of Reporting Person *

(First)

200 CONCORD PLAZA DR.,

(Middle)

	SUITE 800									
(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			
SAN ANTONIO, TX 78216							Form filed by More than One Reporting Person			
	(City)	(State)	(Zip) Tabl	le I - Non-l	Derivative So	ecurit	ies Acq	uired, Disposed o	of, or Beneficia	ally Owned
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securitie or(A) or Disp (Instr. 3, 4 a	osed o	of (D)	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	06/14/2006		J	300,000 (1)	D	\$0	1,985,059 (2)	D	
	Common Stock							150,000	I	By 6/06 GRAT
	Common Stock							150,000	I	By Wife's 6/06 GRAT
	Common Stock							190,000	I	By 4/06 GRAT
	Common Stock							190,000	I	By Wife's 4/06 GRAT

Edgar Filing: HARTE HANKS INC - Form 4

Common Stock	54,000	I	By Children's Trust #1
Common Stock	54,000	I	By Children's Trust #2
Common Stock	200	I	By Moreno Trust

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 (Instr

nuired. Disposed of, or Beneficially Owned

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. Title	and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Da	ate	Amoun	t of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)
	Derivative				Securities			(Instr. 3	3 and 4)	
	Security				Acquired					
	•				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		or	
						Exercisable Date	*		Number	
									of	
				Code V	(A) (D)			5	Shares	

Reporting Owners

Reporting Owner Name / Address	Kelatioi	isnips	

Director 10% Owner Officer Other

FRANKLIN LARRY 200 CONCORD PLAZA DR., SUITE 800 X SAN ANTONIO, TX 78216

Signatures

Sloane Levy, Power of Attorney 06/16/2006

**Signature of Reporting Person Date

Reporting Owners 2

Edgar Filing: HARTE HANKS INC - Form 4

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 were previously reported as beneficially owned directly by the Reporting Person. On June 14, 2006, the Reporting Person and his wife entered into an agreement pursuant to which the Reporting Person agreed that his wife owns 150,000 shares as her sole and separate property and the Reporting Person's wife agreed that the Reporting Person owns 150,000 shares as his sole and separate property.

 These shares were previously owned as community property.
- Excludes 300,000 shares previously reported as owned directly which were contributed to two grantor retained annuity trusts ("GRAT")

 (2) on June 14, 2006, one GRAT for the Reporting Person and one GRAT for his wife. The Reporting Person serves as the trustee for each of these trusts.

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.