

STANZIONE ROBERT J  
 Form 4  
 September 15, 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 \*  
 STANZIONE ROBERT J

2. Issuer Name and Ticker or Trading Symbol  
 ARRIS GROUP INC [ARRS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 3871 LAKEFIELD DRIVE  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 09/14/2005

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

SUWANEE, GA 30024

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

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

(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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common stock <sup>(1)</sup>	09/14/2005		M		32,300	A	\$ 4.85
Common stock <sup>(1)</sup>	09/14/2005		S		32,300	D	\$ 11.85
Restricted stock <sup>(2)</sup>							103,152

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

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number.

**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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock options <u>(1)</u>	\$ 4.85	09/14/2005		M	32,300	<u>(3)</u>	07/01/2013	Common Stock	32,300
Stock option	\$ 2.43					<u>(4)</u>	12/11/2012	Common stock	96,667
Stock option	\$ 8.12					<u>(5)</u>	01/22/2012	Common stock	165,000
Stock option	\$ 22.875					<u>(6)</u>	04/29/2009	Common stock	500,000
Stock option	\$ 10.2					<u>(6)</u>	08/06/2011	Common stock	500,000
Stock option	\$ 4.9					<u>(7)</u>	05/25/2014	Common stock	220,000
Stock option	\$ 6.44					<u>(8)</u>	04/18/2012	Common stock	106,182

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STANZIONE ROBERT J 3871 LAKEFIELD DRIVE SUWANEE, GA 30024	X		President / CEO	

## Signatures

/s/ Robert J  
Stanzione 09/15/2005

\*\*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).

(1) Shares sold were subject to an existing Rule 10b5-1 Sales Plan.

Represents a restricted stock grant which is performance-related. The actual number of shares issued may be less to and including zero, depending on consolidated 2005 performance. The shares vest annually in thirds on the anniversary of the grant date, which was April 18, 2005.

(3) The options vest annually in thirds on the anniversary of the grant date, which was July 1, 2003

(4) The options vest annually in thirds on the anniversary of the grant date, which was December 11, 2002

(5) The options vest annually in fourths on the anniversary of the grant date, which was January 22, 2002

(6) Stock options are currently fully exercisable

(7) The options vest annually in thirds on the anniversary of the grant date, which was May 25, 2004

(8) The options vest annually in fourths on the anniversary of the grant date, which was April 18, 2005

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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