

Goodman Global Inc
Form 3
April 05, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â MARTINEZ STEVE		(Month/Day/Year)	Goodman Global Inc [GGL]	
(Last)	(First)	(Middle)	04/05/2006	
C/O APOLLO MANAGEMENT, L.P.,Â 9 WEST 57TH STREET			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)	(Check all applicable)			
	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner		
	<input type="checkbox"/> Officer	<input type="checkbox"/> Other	6. Individual or Joint/Group Filing(Check Applicable Line)	
	(give title below) (specify below)		<input checked="" type="checkbox"/> Form filed by One Reporting Person	
NEW YORK,Â NYÂ 10019	<input type="checkbox"/> Form filed by More than One Reporting Person			
(City)	(State)	(Zip)		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

Non-Qualified Stock Option: right to buy	␣ (1)	03/01/2015	Common Stock	30,321 (2)	\$ 5.28 (2)	or Indirect (I) (Instr. 5)	D	␣
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARTINEZ STEVE C/O APOLLO MANAGEMENT, L.P. 9 WEST 57TH STREET NEW YORK, NY 10019	␣ X	␣	␣	␣

Signatures

/s/ Ben D. Campbell as attorney-in-fact for Steven
Martinez

04/05/2006

__Signature of Reporting Person
Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) 100% of the shares subject to these options are fully vested and exercisable.
- (2) Reflects the 7.580345-for-1 stock split to be effected in connection with the Issuer's initial public offering of its common stock.

␣

Remarks:

Mr. ␣ Martinez ␣ is ␣ associated ␣ with ␣ Apollo ␣ Management ␣ V, ␣ L.P. ␣ ("Management ␣ V") ␣ and ␣ its ␣ affiliated ␣ in

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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