BOK FINANCIAL CORP ET AL

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Form 5

February 17, 2006

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer **ULRICH JAMES F** Symbol **BOK FINANCIAL CORP ET AL** (Check all applicable) [BOKF] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) Director 10% Owner Other (specify Officer (give title (Month/Day/Year) below) below) 12/31/2005 Chairman/CEO-BankofAlbuquerque C/O FREDERIC DORWART LAWYERS, 124 E FOURTH ST (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) TULSA, OKÂ 74103 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 5. Amount of 6. Ownership 7. Nature of 4. Securities Indirect Security (Month/Day/Year) Execution Date, if Transaction Acquired (A) or Securities Form: Direct (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at end Indirect (I) Ownership of Issuer's (Instr. 4) (Instr. 4) Fiscal Year (A) (Instr. 3 and or 4) (D) Price Amount Common Â Â 12/31/2005 $J_{\underline{(1)}}$ 1,754 D \$ (1) $9,280^{(2)}$ D Stock James and Common Â Â Â Â Â Â 2,771 Trisa Ι Stock Ulrich Common Trisa

Ulrich

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Common Stock Â Â Â Â Â Â 227 I Elizabeth Ulrich

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 (9-02)

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

the form displays a currently valid OMB control number.

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. Pr Deri Secu (Inst
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	Â	Â	Â	Â	Â	Â	(4)	(5)	Common Stock	17,040 (6)	
Restricted Stock	Â	Â	Â	Â	Â	Â	(7)	(7)	Common Stock	2,820	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ULRICH JAMES F C/O FREDERIC DORWART LAWYERS 124 E FOURTH ST THESA Â OK Â 74103	Â	Â	Â Chairman/CEO-BankofAlbuquerque	Â			

Signatures

Frederic
Dorwart

**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) Related to BOK Thrift Plan for which employees own investment units which hold BOKF common stock.

Reporting Owners 2

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- (2) These shares represent 9256 direct shares and 24 shares related to the BOK Thrift Plan.
- (3) The exercise price varies depending on the grant date.
- (4) For options granted in any one year, one-seventh of the options of such grant vest and become exercisable on the grant date of the anniversary each year commencing on the first anniversary after the grant.
- (5) Options expire 3 years after vesting.
 - Mr. Ulrich owns the following exercisable stock options: 1996 1086 shares 1997 1757 shares 1998 2486 shares 1999 2412 shares
- (6) 2000 2412 shares 2001 2342 shares 2003 1515 shares (1/3/03 grant date) 2003 828 shares (12/2/03 grant date) 2003 804 shares (12/23/03 grant date) 2004 1395 shares
- (7) Represents restricted stock which vests 5 years from the grant date and is subject to forfeiture upon termination of employment.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.