BOEGNER RAY
Form 4
May 16, 2005

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BOEGNER RAY

(Last) (First) (Middle)

(Street)

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
BALLANTYNE OF OMAHA INC [BTN]

3. Date of Earliest Transaction (Month/Day/Year)
05/12/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Senior Vice President

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

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	(A) or (D)	Price			
Common Stock (1)	05/12/2005		M		9,700	A	$ 2.5	17,144	D	
Common Stock (1)	05/12/2005		S		100	D	$ 4.05	17,044	D	
Common Stock (1)	05/12/2005		S		3,100	D	$ 4.06	13,944	D	
Common Stock (1)	05/12/2005		S		2,400	D	$ 4.07	11,544	D	
Common Stock (1)	05/12/2005		S		400	D	$ 4.08	11,144	D	

Common Stock (1)	05/12/2005	S	1,700	D	$ 4.1	9,444	D
Common Stock (1)	05/12/2005	S	1,800	D	$ 4.12	7,644	D
Common Stock (1)	05/12/2005	S	100	D	$ 4.13	7,544	D
Common Stock (1)	05/12/2005	S	100	D	$ 4.14	7,444	D
Common Stock (1)	05/13/2005	M	7,625	A	$ 2.5	15,069	D
Common Stock (1)	05/13/2005	S	1,300	D	$ 4	13,769	D
Common Stock (1)	05/13/2005	S	400	D	$ 4.01	13,369	D
Common Stock (1)	05/13/2005	S	2,200	D	$ 4.03	11,169	D
Common Stock (1)	05/13/2005	S	500	D	$ 4.04	10,669	D
Common Stock (1)	05/13/2005	S	3,025	D	$ 4.05	7,644	D
Common Stock (1)	05/13/2005	S	200	D	$ 4.07	7,444	D

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

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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 Underlying Securitie (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numbe of Shares
	$ 2.5	05/12/2005		M			9,700	09/06/1995	09/06/2005		9,70

Stock Option(Right to Buy) (1)								Common Stock	
Stock Option(Right to Buy) (1)	$ 2.5	05/13/2005	M		7,625	09/06/1995	09/06/2005	Common Stock	7,62

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOEGNER RAY			Senior Vice President	

Signatures

/s/ Ray Boegner	05/16/2005
**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) All transactions on this Form 4 were made pursuant to a stock trading plan, dated January 20, 2005 established pursuant to Rule 10b5-1.

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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