UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-Q/A
(Amendment No. 1)

(Mark One)
[X] Quarterly report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For quarterly period ended JANUARY 31, 2006 or

[ ] Transition report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Commission file number 1-8551

Hovnanian Enterprises, Inc.
(Exact Name of Registrant as Specified in Its Charter)

Delaware	22-1851059
(State or Other Jurisdiction of Incorporation or Organization)	(I.R.S. Employer Identification No.)

110 West Front Street, P.O. Box 500, Red Bank, NJ 07701
(Address of Principal Executive Offices) (Zip Code)

732-747-7800
(Registrant's Telephone Number, Including Area Code)

Same
(Former Name, Former Address and Former Fiscal Year, if Changed Since Last Report)

Indicate by check mark whether the registrant: (l) has filed all reports required to be filed by Section l3 or l5(d) of the Securities Exchange Act of l934 during the preceding l2 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes [X] No [ ]

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. (See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act).
Large Accelerated Filer [X] Accelerated Filer [ ]
Non-Accelerated Filer { }

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes [ ] No [X]

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date. 47,043,772 shares of Class A Common Stock and 14,672,000 shares of Class B Common Stock were outstanding as of March 2, 2006.

Explanatory Paragraph

This Form 10-Q/A for the quarterly period ended January 31, 2006 is being filed for the purpose of restating Note 3 in our Notes to Condensed Consolidated Financial Statements, which includes expanded reportable segment footnote disclosure related to our homebuilding operations. We have restated the accompanying Consolidated Financial Statements to revise our segment disclosures for all periods presented to show six reportable homebuilding segments. The restatement has no impact on our condensed consolidated balance sheets as of January 31, 2006 and October 31, 2005, or condensed consolidated statements of income and related income per common share amounts for the three months ended January 31, 2006 and 2005 or condensed consolidated statements of cash flows for the three months ended January 31, 2006 and 2005. Conforming and other changes that are responsive to certain disclosure comments, primarily relating to segment reporting received from the Division of Corporation Finance of the Securities and Exchange Commission, have been made to Management's Discussion and Analysis of Financial Condition and Results of Operations in Item 2 and our Controls and Procedures discussion in Item 4 of this Form 10-Q/A. See Note 3 in the Notes to Condensed Consolidated Financial Statements for further information relating to the restatement. This Form 10-Q/A has not been updated for events or information subsequent to the date of filing of the original Form 10-Q, except in connection with the foregoing.

HOVNANIAN ENTERPRISES, INC.

FORM 10-Q/A

INDEX

PAGE NUMBER

HOVNANIAN ENTERPRISES, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS
(In Thousands Except Share Amounts)

ASSETS	January 31, 2006 (unaudited)	October 31, 2005
Homebuilding:		
Cash and cash equivalents	$ 44,521	$ 218,830
Inventories - At the lower of cost or fair value:		
Sold and unsold homes and lots under development	2,831,845	2,459,431
Land and land options held for future development or sale	663,665	595,806
Consolidated Inventory Not Owned:		
Specific performance options	8,550	9,289
Variable interest entities	241,988	242,825
Other options	140,375	129,269
Total Consolidated Inventory Not Owned	390,913	381,383
Total Inventories	3,886,423	3,436,620
Investments in and advances to unconsolidated joint ventures	196,276	187,205
Receivables, deposits, and notes	84,327	125,388
Property, plant, and equipment - net	102,920	96,891
Prepaid expenses and other assets	152,322	125,662
Goodwill	32,658	32,658
Definite life intangibles	211,894	249,506
Total Homebuilding	4,711,341	4,472,760
Financial Services:		
Cash and cash equivalents	12,424	10,669
Mortgage loans held for sale	152,396	211,248

Other assets	3,988	15,375
Total Financial Services	168,808	237,292
Income Taxes Receivable - Including Deferred Tax Benefits	28,630	9,903
Total Assets	$ 4,908,779	$ 4,719,955

See notes to condensed consolidated financial statements (unaudited).

HOVNANIAN ENTERPRISES, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS
(In Thousands Except Share Amounts)

LIABILITIES AND STOCKHOLDERS' EQUITY	January 31, 2006	October 31, 2005
	(unaudited)	
Homebuilding:		
Nonrecourse land mortgages	$ 37,685	$ 48,673
Accounts payable and other liabilities	482,503	510,529
Customers' deposits	249,743	259,930
Nonrecourse mortgages secured by operating properties	24,179	24,339
Liabilities from inventory not owned	180,819	177,014
Total Homebuilding	974,929	1,020,485
Financial Services:		
Accounts payable and other liabilities	6,345	8,461
Mortgage warehouse line of credit	137,749	198,856
Total Financial Services	144,094	207,317
Notes Payable:		
Revolving credit agreement	226,250	
Senior notes	1,098,990	1,098,739
Senior subordinated notes	400,000	400,000
Accrued interest	13,460	20,808
Total Notes Payable	1,738,700	1,519,547
Total Liabilities	2,857,723	2,747,349
Minority interest from inventory not owned	175,009	180,170
Minority interest from consolidated joint ventures	1,243	1,079
Stockholders' Equity:		
Preferred Stock,$.01 par value-authorized 100,000 shares; issued 5,600 shares at January 31, 2006 and at October 31, 2005 with a liquidation preference of $140,000.		
Common Stock,Class A,$.01 par value-authorized 200,000,000 shares; issued 58,290,396 shares at January 31, 2006 and 57,976,455 shares at October 31, 2005 (including 11,145,656 shares at January 31, 2006 and 10,995,656 shares at October 31, 2005 held in Treasury)	583	580
Common Stock,Class B,$.01 par value (convertible to Class A at time of sale) authorized 30,000,000 shares; issued 15,365,053 shares at January 31, 2006 and 15,370,250 shares at October 31, 2005 (including 691,748 shares at January 31, 2006 and October 31, 2005 held in Treasury)	154	154
Paid in Capital	378,475	371,390
Retained Earnings	1,604,379	1,522,952
Deferred Compensation	(17,415)	(19,648)
Treasury Stock - at cost	(91,372)	(84,071)
Total Stockholders' Equity	1,874,804	1,791,357
Total Liabilities and Stockholders' Equity	$ 4,908,779	$ 4,719,955

See notes to condensed consolidated financial statements (unaudited).

HOVNANIAN ENTERPRISES, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF INCOME
(In Thousands Except Per Share Data)
(Unaudited)

	Three Months Ended January 31, 2006	2005
Revenues:		
Homebuilding:		
Sale of homes......................	$ 1,246,197	$1,015,969
Land sales and other revenues......	12,533	24,399
Total Homebuilding..............	1,258,730	1,040,368
Financial Services..................	19,262	14,193
Total Revenues..................	1,277,992	1,054,561
Expenses:		
Homebuilding:		
Cost of sales, excluding interest..	934,687	771,256
Cost of sales interest............	16,569	17,767
Total Cost of Sales.............	951,256	789,023
Selling, general and administrative	135,234	96,588
Inventory impairment loss..........	3,109	498
Total Homebuilding..............	1,089,599	886,109
Financial Services..................	13,530	9,920
Corporate General and Administrative.	27,722	15,878
Other Interest......................	820	155
Other Operations....................	7,001	1,940
Intangible Amortization.............	11,669	10,088
Total Expenses..................	1,150,341	924,090
Income from unconsolidated joint ventures..........................	7,575	1,435
Income Before Income Taxes............	135,226	131,906
State and Federal Income Taxes:		
State...............................	4,874	5,446
Federal.............................	46,256	44,978
Total Taxes.......................	51,130	50,424
Net Income............................	84,096	81,482
Less: Preferred Stock Dividends.......	2,669	
Net Income Available to Common Stockholders........................	$ 81,427	$ 81,482
Per Share Data:		
Basic:		
Income per common share.............	$ 1.30	$ 1.31
Weighted average number of common shares outstanding................	62,810	62,240
Assuming dilution:		
Income per common share.............	$ 1.25	$ 1.25
Weighted average number of common shares outstanding...............	65,403	65,419

See notes to condensed consolidated financial statements (unaudited).

HOVNANIAN ENTERPRISES, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY
(Dollars In Thousands)
(Unaudited)

	A Common Stock		B Common Stock		Preferred Stock						
	Shares Issued and Outstanding	Amount	Shares Issued and Outstanding	Amount	Shares Issued and Outstanding	Amount	Paid-In Capital	Retained Earnings	Deferred Comp.	Treasury Stock	Total
Balance, October 31, 2005.	46,980,799	$ 580	14,678,502	$ 154	5,600	$ -	$371,390	$1,522,952	$(19,648)	$ (84,071)	$1,791,357
Issuance costs.....							(90)				(90)
Preferred Dividend Declared ($476.56 per Share)...........								(2,669)			(2,669)

Stock Options, amortization and issuances, net of tax.......	122,914	1					6,078				6,079
Restricted Stock grants, issuances and forfeitures, Net of tax.......	185,830	2					1,097		947		2,046
Amortization of Restricted Stock............									1,286		1,286
Conversion of Class B to Class A common stock.....	5,197		(5,197)								
Treasury Stock Purchases........	(150,000)									(7,301)	(7,301)
Net Income.........									84,096		84,096
Balance, January 31, 2006.	47,144,740	$ 583	14,673,305	$ 154	5,600	$ -	$378,475	$1,604,379	$(17,415)	$ (91,372)	$1,874,804

See notes to condensed consolidated financial statements (unaudited).

HOVNANIAN ENTERPRISES, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(In Thousands - unaudited)

	Three Months Ended January 31, 2006	2005
Cash Flows From Operating Activities:		
Net Income...	$ 84,096	$ 81,482
Adjustments to reconcile net income to net cash (used in) operating activities:		
Depreciation..................................	3,086	1,620
Intangible amortization........................	11,669	10,088
Amortization of deferred compensation..........	7,867	2,087
Amortization of bond discounts.................	251	153
Excess tax benefits from share-based payment....	(3,443)	-
Loss on sale and retirement of property and assets..................................	74	41
Undistributed income from unconsolidated joint ventures..............................	(5,100)	-
Deferred income taxes..........................	(30,701)	(7,394)
Impairment losses..............................	3,109	498
Decrease (increase) in assets:		
Mortgage notes receivable....................	58,854	52,665
Receivables, prepaids and other assets........	51,556	(37,745)
Inventories.................................	(446,247)	(112,248)
(Decrease) increase in liabilities:		
State and Federal income taxes...............	11,974	(37,424)
Customers' deposits..........................	(10,303)	11,366
Interest and other accrued liabilities........	(24,275)	(21,510)
Accounts payable............................	(19,522)	(35,960)
Net cash (used in) operating activities.....	(307,055)	(92,281)
Cash Flows From Investing Activities:		
Net proceeds from sale of property and assets.......	89	35
Purchase of property, equipment and other fixed assets..	(9,147)	(13,478)
Net investments of capital in unconsolidated affiliates.....................................	(3,929)	(6,156)
Net cash (used in) investing activities.....	(12,987)	(19,599)
Cash Flows From Financing Activities:		
Proceeds from mortgages and notes..................	18,246	17,380
Net proceeds (payments) related to revolving credit agreement...............................	226,250	(115,000)
Net proceeds (payments) related to mortgage warehouse line of credit.........................	(61,107)	(57,170)
Proceeds from senior debt..........................	-	200,000
Proceeds from senior subordinated debt.............	-	100,000
Payments of issuance costs.........................	(90)	-
Principal payments on mortgages and notes..........	(30,828)	(19,182)
Excess tax benefits from share-based payment........	3,443	-
Preferred dividends paid..........................	(2,669)	-
Purchase of treasury stock.........................	(7,301)	-
Proceeds from sale of stock and employee stock plan.	1,544	1,107
Net cash provided by financing activities....	147,488	127,135
Net (Decrease) increase in Cash.......................	(172,554)	15,255

Cash and Cash Equivalents Balance, Beginning of Period	229,499	78,024
Cash and Cash Equivalents Balance, End of Period	$ 56,945	$ 93,279
Supplemental Disclosures of Cash Flow		
Cash paid during the year for:		
Interest	$ 26,642	$ 17,711
Income taxes	$ 38,885	$ 92,210
Supplemental disclosures of noncash operating activities:		
Consolidated Inventory Not Owned:		
Specific performance options	$ 8,075	$ 2,941
Variable interest entities	227,983	150,793
Other options	137,834	30,072
Total Inventory Not Owned	$ 373,892	$ 183,806

See notes to condensed consolidated financial statements (unaudited).

HOVNANIAN ENTERPRISES, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS - UNAUDITED

1. The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X. In the opinion of management, all adjustments for interim periods presented have been made, which include only normal recurring accruals and deferrals necessary for a fair presentation of our consolidated financial position, results of operations, and changes in cash flows. The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates and these differences could have a significant impact on the financial statements. Results for interim periods are not necessarily indicative of the results which might be expected for a full year. The balance sheet at October 31, 2005 has been derived from the audited financial statements at that date but does not include all of the information and footnotes required by accounting principles generally accepted in the United States for complete financial statements.

Certain prior year amounts have been reclassified to conform to the current year presentation.

2. Effective November 1, 2005, the Company adopted Statement of Financial Accounting Standards ("SFAS") 123R, "Share-Based Payments", which revises SFAS 123, "Accounting for Stock-Based Compensation". Prior to fiscal year 2006, the Company accounted for stock awards granted to employees under the recognition and measurement principles of Accounting Principles Board Opinion No. 25, "Accounting for Stock Issued to Employees", and related Interpretations. As a result, the recognition of stock-based compensation expense was generally limited to the expense attributed to nonvested stock awards, as well as the amortization of certain acquisition-related deferred compensation.

SFAS 123R applies to new awards and to awards modified, repurchased, or cancelled after the required effective date, as well as to the unvested portion of awards outstanding as of the required effective date. The Company uses the Black-Scholes model to value its new stock option grants under SFAS 123R, applying the "modified prospective method" for existing grants which requires the Company to value stock options prior to its adoption of SFAS 123R under the fair value method and expense the unvested portion over the remaining vesting period. The fair value for options is established at the date of grant using a Black-Scholes option pricing model with the following weighted average assumptions for January 31, 2006: risk-free interest rate of 4.15%; dividend yield of zero; volatility factor of the expected market price of our common stock of 0.43; and a weighted average expected life of the option of 5.0 years. SFAS 123R also requires the Company to estimate forfeitures in calculating the expense related to stock-based compensation (estimated at 2% for fiscal 2006 and fiscal 2005, respectively,) and requires the Company to reflect the benefits of tax deductions in excess of recognized compensation cost to be reported as both a financing cash inflow and an operating cash outflow upon adoption.

Compensation cost arising from nonvested stock granted to employees and from non-employee stock awards is recognized as expense using the straight-line method over the vesting period. Unearned compensation is included in deferred compensation in stockholders' equity beginning in the first quarter of fiscal 2004. As of January 31, 2006, there was $17.4 million of total unrecognized compensation cost related to nonvested stock.

For the three months ended January 31, 2006, the Company's total stock-based compensation expense was $7.9 million ($4.9 million net of tax). Included in this total stock-based compensation expense was incremental expense for stock options of $3.3 million ($2.1 million net of tax) for the quarter ended January 31, 2006.

The following table illustrates the effect (in thousands, except per share amounts) on net income and earnings per share for the three months ended January 31, 2005 as if the Company's stock-based compensation had been determined based on the fair value at the grant dates for awards made prior to fiscal 2006, under those plans and consistent with SFAS 123R:

	Three Months Ended January 31, 2005
Net income as reported..........	$ 81,482
Deduct: total stock-based employee compensation expense determined using Black-Scholes fair value based method for all awards...	1,352
Pro forma net income...........	$ 80,130
Pro forma basic earnings per share	$ 1.29
Basic earnings per share as reported......................	$ 1.31
Pro forma diluted earnings per share.........................	$ 1.22
Diluted earnings per share as reported......................	$ 1.25

Pro forma information regarding net income and earnings per share is calculated as if we had accounted for our stock-based compensation under the fair value method of SFAS 123R. The fair value for options is established at the date of grant using a Black-Scholes option pricing model with the following weighted average assumptions for January 31, 2005: risk-free interest rate of 4.19%; dividend yield of zero; volatility factor of the expected market price of our common stock of 0.43; and a weighted average expected life of the option of 5.2 years.

The Black-Scholes option valuation model was developed for use in estimating the fair value of traded options, which have no vesting restrictions and are fully transferable. In addition, option valuation models require the input of highly subjective assumptions including the expected stock price volatility. Because our employee stock options have characteristics significantly different from traded options, and changes in the subjective input assumptions can materially affect the fair value estimate, management believes the existing models do not necessarily provide a reliable measure of the fair value of its employee stock options.

On November 10, 2005, the FASB issued FASB Staff Position No. SFAS 123(R)-3, "Transition Election Related to Accounting for Tax Effects of Share-Based Payment Awards" (FSP 123R-3). The alternative transition method includes simplified methods to establish the beginning balance of the additional paid-in capital pool (APIC pool) related to the tax effects of employee stock-based compensation, and to determine the subsequent impact on the APIC pool and Consolidated Statements of Cash Flows of the tax effects of employee stock-based compensation awards that are outstanding upon adoption of SFAS 123R. The Company has until November 2006 to make a one-time election to adopt the transition method described in FSP 123R-3. The Company is currently evaluating FSP 123R-3; however, if the Company were to make the one-time election, it is not expected to affect operating income or net income.

3. Operating and Reporting Segments (as Restated)

Subsequent to the issuance of the Company's condensed consolidated financial statements for the quarterly period ended January 31, 2006, the Company expanded its disclosure of reportable segments in accordance with the provisions of Financial Accounting Standards No. 131 ("SFAS 131"), "Disclosures About Segments of an Enterprise and Related Information". SFAS 131 defines operating segments as a component of an enterprise for which discrete financial information is available and is reviewed regularly by the chief operating decision-maker, or decision-making group, to evaluate performance and make operating decisions. The Company has identified its chief operating decision-maker as the Chief Executive Officer. The Company had historically aggregated its homebuilding operating segments into a single, national reportable segment, but has restated its segment disclosure to include six homebuilding reportable segments, as identified below, for the three months ended January 31, 2006 and 2005. The restatement has no impact on the Company's condensed consolidated balance sheets as of January 31, 2006 and October 31, 2005, condensed consolidated statements of income and related income per common share amounts for the three months ended January 31, 2006 and 2005 or condensed consolidated statements of cash flows for the three months ended January 31, 2006 and 2005.

The Company's operating segments are aggregated into reportable segments in accordance with SFAS 131, based primarily upon geographic proximity, similar regulatory environments, land acquisition characteristics and similar methods used to construct and sell homes. The Company's reportable segments consist of:

Homebuilding:

(1) Northeast (New Jersey, New York, Pennsylvania)
(2) Mid-Atlantic (Delaware, Maryland, Virginia, West Virginia,

Washington D.C.)
(3) Midwest (Illinois, Michigan, Minnesota, Ohio)
(4) Southeast (Florida, North Carolina, South Carolina)
(5) Southwest (Arizona, Texas)
(6) West (California)

Financial Services

Operations of the Company's Homebuilding segments primarily include the sale and construction of single-family attached and detached homes, attached townhomes and condominiums, mid-rise and high-rise condominiums, urban infill and active adult homes in planned residential developments. Operations of the Company's Financial Services segment include mortgage banking and title services to the homebuilding operations' customers. We do not retain or service mortgages that we originate but rather sell the mortgages and related servicing rights to investors.

Evaluation of segment performance is based primarily on operating earnings from continuing operations before provision for income taxes. Operating earnings for the Homebuilding segments consist of revenues generated from the sales of homes and land, equity in earnings from unconsolidated entities and management fees and other income, net, less the cost of homes and land sold, selling, general and administrative expenses and minority interest expense, net. Operating earnings for the Financial Services segment consist of revenues generated from mortgage banking and title services, less the cost of such services and certain selling, general and administrative expenses incurred by the Financial Services segment.

Each reportable segment follows the same accounting policies described in Note 10 - "Operating and Reporting Segments (as restated)" to the consolidated financial statements in the Company's 2005 Annual Report on Form 10-K/A. Operational results of each segment are not necessarily indicative of the results that would have occurred had the segment been an independent, stand-alone entity during the periods presented.

Financial information relating to the Company's operations was as follows:

(In thousands)	Three Months Ended January 31, 2006	2005
Revenues:		
Northeast	$ 206,960	$ 222,436
Mid-Atlantic	198,282	158,486
Midwest	27,522	18,538
Southeast	270,045	105,611
Southwest	183,854	137,237
West	369,865	397,826
Total Homebuilding Revenues	1,256,528	1,040,134
Financial Services	19,262	14,193
Corporate and Unallocated	2,202	234
Total Revenues	$1,277,992	$1,054,561
Income Before Income Taxes:		
Northeast	35,658	33,908
Mid-Atlantic	36,577	16,609
Midwest	(5,343)	(2,157)
Southeast	23,031	5,570
Southwest	13,473	4,103
West	51,354	82,004
Homebuilding Income Before Income Taxes	154,750	140,037
Financial Services	5,731	4,273
Corporate and Unallocated	(25,255)	(12,404)
Income Before income taxes	$ 135,226	$ 131,906

(In thousands)	January 31, 2006	October 31, 2005
Assets:		
Northeast	$1,115,422	$1,058,155
Mid-Atlantic	676,958	621,836
Midwest	177,083	156,464
Southeast	727,605	688,880
Southwest	496,943	377,866
West	1,290,059	1,143,747
Total Homebuilding Assets	4,484,070	4,046,948
Financial Services	168,808	237,292
Corporate and Unallocated	255,901	435,715
Total Assets	$4,908,779	$4,719,955

4. Interest costs incurred, expensed and capitalized were:

	Three Months Ended January 31,	
	2006	2005
	(Dollars in Thousands)	
Interest Capitalized at Beginning of Period(1).....	$ 48,366	$ 37,465
Plus Interest Incurred(2)....	30,804	21,044
Less Cost of Sales Interest Expensed(3)................	16,569	17,767
Less Other Interest Expensed.	820	155
Interest Capitalized at End of Period.............	$ 61,781	$ 40,587

(1) Beginning balance for 2006 does not include interest incurred of $2.3 million which is capitalized in property, plant, and equipment.
(2) Data does not include interest incurred by our mortgage and finance subsidiaries.
(3) Represents interest on borrowings for construction, land and development costs, which are charged to interest expense when homes are delivered.

5. Accumulated depreciation at January 31, 2006 and October 31, 2005 amounted to $33.3 million and $30.5 million, respectively, for our homebuilding assets.

6. In accordance with Financial Accounting Standards No. 144 ("SFAS 144"), "Accounting for the Impairment of or Disposal of Long Lived Assets", we record impairment losses on inventories related to communities under development when events and circumstances indicate that they may be impaired and the undiscounted cash flows estimated to be generated by those assets are less than their carrying amounts. In addition, from time to time, we will write off certain residential land options including approval and engineering costs for land we decided not to purchase. We wrote off such costs in the amount of $3.1 million and $0.5 million during the three months ended January 31, 2006 and 2005, respectively. Residential inventory impairment losses and option write-offs are reported in the Condensed Consolidated Statements of Income as "Homebuilding-Inventory impairment loss".

7. We provide a warranty accrual for repair costs over $1,000 to homes, community amenities, and land development infrastructure. We accrue for warranty costs as part of cost of sales at the time each home is closed and title and possession have been transferred to the homebuyer. In addition, we accrue warranty costs under our $20 million per occurrence general liability insurance deductible for fiscal 2006 (deductible was $5 million per occurrence for homes built in fiscal 2005 and $150,000 per occurrence for homes built between fiscal 2001 and fiscal 2004) as part of selling, general and administrative costs. Warranty accruals are based upon historical experience. Additions and charges incurred in the warranty accrual and general liability accrual for the three months ended January 31, 2006 and 2005 are as follows:

	Three Months Ended January 31,	
	2006	2005
	(Dollars in Thousands)	
Balance, beginning of period.....	$86,706	$64,922
Additions........................	7,264	13,337
Charges incurred.................	(6,339)	(4,143)
Balance, end of period..........	$87,631	$74,116

8. We are involved in litigation arising in the ordinary course of business, none of which is expected to have a material adverse effect on our financial position or results of operations and we are subject to extensive and complex regulations that affect the development and home building, sales and customer financing processes, including zoning, density, building standards and mortgage financing. These regulations often provide broad discretion to the administering governmental authorities. This can delay or increase the cost of development or homebuilding.

We also are subject to a variety of local, state, federal and foreign laws and regulations concerning protection of health and the environment. The particular environmental laws which apply to any given community vary greatly according to the community site, the site's environmental conditions and the present and former uses of the site. These environmental laws may result in delays, may cause us to incur substantial compliance, remediation, and/or other costs, and can prohibit or severely restrict development and homebuilding activity in certain environmentally sensitive regions or areas.

In March 2005, we received two requests for information pursuant to Section 308 of the Clean Water Act from Region 3 of the Environmental Protection Agency (the "EPA"). These requests sought information concerning storm water discharge practices in connection with completed, ongoing and planned homebuilding projects by subsidiaries in the states and district that comprise EPA Region 3. We also received a notice of violations for one project in Pennsylvania and requests for sampling plan implementation in two projects in Pennsylvania. The amount requested by the EPA to settle the asserted violations at the one project was not material. We provided the EPA with information in response to its requests. We have since been advised by the Department of Justice ("DOJ") that it will be involved in the review of our storm water discharge practices. We cannot predict the outcome of the review of these practices or estimate the costs that may be involved in resolving the matter. To the extent that the EPA or the DOJ asserts violations of regulatory requirements and requests injunctive relief or penalties, we will defend and attempt to resolve such asserted violations.

In addition, in November 2005, we received two notices from the California Regional Water Quality Control Board alleging violations of certain storm water discharge rules and assessing an administrative civil liability of $0.2 million and $0.3 million. We do not consider these assessments to be material and are considering our response to the notices.

It can be anticipated that increasingly stringent requirements will be imposed on developers and homebuilders in the future. Although we cannot predict the effect of these requirements, they could result in time-consuming and expensive compliance programs and in substantial expenditures, which could cause delays and increase our cost of operations. In addition, the continued effectiveness of permits already granted or approvals already obtained is dependent upon many factors, some of which are beyond our control, such as changes in policies, rules and regulations and their interpretations and application.

Our sales and customer financing processes are subject to the jurisdiction of the U. S. Department of Housing and Urban Development ("HUD"). In connection with the Real Estate Settlement Procedures Act, HUD recently inquired about our process of referring business to our affiliated mortgage company and has separately requested documents related to customer financing. We have responded to HUD's inquiries. In connection with these inquiries, the Inspector General of HUD has recommended to the Secretary of HUD that we indemnify HUD for any losses that it may sustain in connection with nine loans that it alleges were improperly underwritten. We cannot predict the outcome of HUD's inquiry or estimate the costs that may be involved in resolving the matter. We do not expect the ultimate cost to be material.

9. As of January 31, 2006 and October 31, 2005, respectively, we are obligated under various performance letters of credit amounting to $391.0 million and $330.8 million.

10. Our amended and restated unsecured Revolving Credit Agreement ("Agreement") with a group of banks provides a revolving credit line of $1.2 billion through July 2009. The facility contains an accordion feature under which the aggregate commitment can be increased to $1.3 billion subject to the availability of additional commitments. Interest is payable monthly at various rates based on a margin ranging from 1.00% to 1.95% per annum, depending on our Consolidated Leverage Ratio, as defined in the Agreement, plus, at the Company's option, either (1) a base rate determined by reference to the higher of (a) PNC Bank, National Association's prime rate and (b) the federal funds rate plus 1/2% or (2) a LIBOR-based rate for a one, two, three, or six month interest period as selected by the Company. In addition, we pay a fee ranging from 0.20% to 0.30% per annum on the unused portion of the revolving credit line depending on our Consolidated Leverage Ratio and the average percentage unused portion of the revolving credit line. We and each of our significant subsidiaries, except for various subsidiaries formerly engaged in the issuance of collateralized mortgage obligations, a subsidiary formerly engaged in homebuilding activity in Poland, our financial services subsidiaries, joint ventures, and certain other subsidiaries, is a guarantor under the Agreement. As of January 31, 2006 and October 31, 2005, the outstanding balance under the Agreement was $226.3 million and zero, respectively.

Our amended secured mortgage loan warehouse agreement with a group of banks, which is a short-term borrowing facility, provided up to $250 million through April 2006. Interest is payable monthly at the Eurodollar Rate plus 1.25%. The loan is repaid when we sell the underlying mortgage loans to permanent investors. We also have a $100 million commercial paper facility. The facility expires in September 2006 and interest of LIBOR plus .65% is payable monthly. As of January 31, 2006 and October 31, 2005, borrowings under both agreements were $137.7 million and $198.9 million, respectively. On March 7, 2006, we amended our secured mortgage loan warehouse agreement. Pursuant to the new agreement, we may borrow up to $250 million. It expires on October 30, 2006 and interest is payable monthly at the Eurodollar Rate plus 1.0%.

11. On November 30, 2004, we issued $200 million of 6 1/4% Senior Notes due 2015 and $100 million of 6% Senior Subordinated Notes due 2010. The net proceeds of the issuance were used to repay the outstanding balance on our revolving credit facility as of November 30, 2004 and for general corporate purposes.

On August 8, 2005, we issued $300 million 6 1/4% Senior Notes due 2016. The notes were issued at a discount to yield 6.46% and have been reflected net of the unamortized discount in the Condensed Consolidated Balance Sheets. The notes are redeemable in whole or in part at our option at 100% of their principal amount plus the payment of a make-whole amount. The net proceeds of the issuance were used to repay the outstanding balance under our revolving credit facility as of August 8, 2005, and for general corporate purposes, including acquisitions.

At January 31, 2006, we had $1,105.3 million of outstanding senior notes ($1,099.0 million, net of discount), comprised of $140.3 million 10 1/2% Senior Notes due 2007, $100 million 8% Senior Notes due 2012, $215 million 6 1/2% Senior Notes due 2014, $150 million 6 3/8% Senior Notes due 2014, $200 million 6 1/4% Senior Notes due 2015, and $300 million 6 1/4% Senior Notes due 2016. At January 31, 2006, we had $400 million of outstanding senior subordinated notes, comprised of $150 million 8 7/8% Senior Subordinated Notes due 2012, $150 million 7 3/4% Senior Subordinated Notes due 2013, and $100 million 6% Senior Subordinated Notes due 2010.

As a subsequent event, on February 27, 2006, we issued $300 million of 7 1/2% Senior Notes due 2016. The notes are redeemable in whole or in part at our option at 100% of their principal amount plus the payment of a make-whole amount. The net proceeds of the issuance were used to repay a portion of the outstanding balance under our revolving credit facility as of February 27, 2006.

Under the terms of the indentures governing our debt securities, we have the right to make certain redemptions and depending on market conditions, may do so from time to time.

12. Per Share Calculations - Basic earnings per common share is computed using the weighted average number of shares outstanding. Diluted earnings per common share is computed using the weighted average number of shares outstanding adjusted for the incremental shares attributed to non-vested stock and outstanding options to purchase common stock, of approximately 2.6 million and 3.2 million for the three months ended January 31, 2006 and 2005, respectively.

13. On July 12, 2005, we issued 5,600 shares of 7.625% Series A Preferred Stock, with a liquidation preference of $25,000 per share for net proceeds of $135 million. Dividends on the Series A Preferred Stock are not cumulative and are paid at an annual rate of 7.625%. The Series A Preferred Stock is not convertible into the Company's common stock and is redeemable in whole or in part at our option at the liquidation preference of the shares beginning on the fifth anniversary of their issuance. The Series A Preferred Stock is traded as depositary shares, with each depositary share representing 1/1000th of a share of Series A Preferred Stock. The depositary shares are listed on the Nasdaq National Market under the symbol "HOVNP". The net proceeds from the offering, reflected in Paid in Capital in the Condensed Consolidated Balance Sheet, were used for the partial repayment of the outstanding balance under our revolving credit facility as of July 12, 2005. On January 17, 2006, we paid $2.7 million of dividends on the Series A Preferred Stock.

14. Variable Interest Entities - In January 2003, the Financial Accounting Standards Board ("FASB") issued Interpretation No. 46, "Consolidation of Variable Interest Entities" ("FIN 46"). A Variable Interest Entity ("VIE") is created when (i) the equity investment at risk is not sufficient to permit the entity to finance its activities without additional subordinated financial support from other parties or (ii) equity holders either (a) lack direct or indirect ability to make decisions about the entity, (b) are not obligated to absorb expected losses of the entity or (c) do not have the right to receive expected residual returns of the entity if they occur. If an entity is deemed to be a VIE pursuant to FIN 46, an enterprise that absorbs a majority of the expected losses of the VIE is considered the primary beneficiary and must consolidate the VIE.

Based on the provisions of FIN 46, we have concluded that whenever we option land or lots from an entity and pay a non-refundable deposit, a VIE is created under condition (ii) (b) and (c) of the previous paragraph. We are deemed to have provided subordinated financial support, which refers to variable interests that will absorb some or all of an entity's expected theoretical losses if they occur. For each VIE created with a significant nonrefundable option fee, we compute expected losses and residual returns based on the probability of future cash flows as outlined in FIN 46. If we are deemed to be the primary beneficiary of the VIE we consolidate it on our balance sheet. The fair value of the VIEs inventory is reported as "Consolidated Inventory Not Owned - Variable interest entities".

Management believes FIN 46 was not clearly thought out for application in the homebuilding industry for land and lot options. Under FIN 46, we can have an option and put down a small deposit as a percentage of the purchase price and still have to consolidate the entity. Our exposure to loss as a result of our involvement with the VIE is only the deposit, not its total assets consolidated on the balance sheet. In certain cases, we will have to place inventory the VIE has optioned to other developers on our balance sheet. In addition, if the VIE has creditors, its debt will be placed on our balance sheet even though the creditors have no recourse against us. Based on these observations we believe consolidating VIEs based on land and lot option deposits does not reflect the economic realities or risks of owning and developing land.

At January 31, 2006, all 31 VIEs we were required to consolidate were the result of our options to purchase land or lots from the selling entities. We paid cash or issued letters of credit deposits to these VIEs totaling $27.4 million. Our option deposits represent our maximum exposure to loss. The fair value of the property owned by these VIEs was $242.0 million. Since we do not own an equity interest in any of the unaffiliated variable interest entities that we must consolidate pursuant to FIN 46, we generally have little or no control or influence over the operations of these entities or their owners. When our requests for financial information are denied by the land sellers, certain assumptions about the assets and liabilities of such entities are required. In most cases, the fair value of the assets of the consolidated entities have been based on the remaining contractual purchase price of the land or lots we are purchasing. In these cases, it is assumed that the entities have no debt obligations and the only asset recorded is the land or lots we have the option to buy with a related offset to minority interest for the assumed third party investment in the variable interest equity. At January 31, 2006, the balance reported in minority interest from inventory not owned was $175.0 million. Creditors of these VIEs have no recourse against the Company.

We will continue to control land and lots using options. Not all our deposits are with VIEs. Including the deposits with the 31 VIEs above, at January 31, 2006, we have total cash and letters of credit deposits amounting to approximately $409.5 million to purchase land lots with a total purchase price of $5.0 billion. The maximum exposure to loss is limited to the deposits although some deposits are refundable at our request or refundable if certain conditions are not met.

15. Investments in Unconsolidated Homebuilding and Land Development Joint Ventures - We enter into homebuilding and land development joint ventures from time to time as a means of accessing lot positions, expanding our market opportunities, establishing strategic alliances, managing our risk profile, leveraging our capital base, and enhancing returns on capital. Our homebuilding joint ventures are generally entered into with third party investors to develop land and construct homes that are sold directly to third party homebuyers. Our land development joint ventures include those entered into with developers and other homebuilders, as well as financial investors, to develop finished lots for sale to the joint venture's members or other third parties. As of January 31, 2006, we have investments in nine homebuilding joint ventures and nine land development joint ventures. The tables set forth below summarize the combined financial information related to our unconsolidated homebuilding and land development joint ventures that are accounted for under the equity method.

	January 31, 2006		
	Homebuilding	Land Development	Total
Assets:			
Cash and cash equivalents.......	$ 52,191	$ 1,341	$ 53,532
Inventories.....................	701,865	194,888	896,753
Other assets....................	169,666	3,113	172,779
Total assets....................	$ 923,722	$ 199,342	$ 1,123,064
Liabilities and Equity:			
Accounts payable and accrued liabilities..........	$ 176,327	$ 16,234	$ 192,561
Notes payable...................	359,340	59,405	418,745
Equity of:			
Hovnanian Enterprises, Inc....	82,821	87,467	170,288
Others........................	305,234	36,236	341,470
Total Equity....................	388,055	123,703	511,758
Total liabilities and equity....	$ 923,722	$ 199,342	$ 1,123,064
Debt to Capitalization Ratio....	48%	32%	45%

	October 31, 2005		
	Homebuilding	Land Development	Total
Assets:			
Cash and cash equivalents.......	$ 46,200	$ 5,012	$ 51,212
Inventories.....................	694,408	198,267	892,675
Other assets....................	166,974	295	167,269
Total assets....................	$ 907,582	$ 203,574	$ 1,111,156
Liabilities and Equity:			
Accounts payable and accrued liabilities..........	$ 228,264	$ 21,523	$ 249,787
Notes payable...................	316,532	59,131	375,663
Equity of:			
Hovnanian Enterprises, Inc....	75,349	86,593	161,942
Others........................	287,437	36,327	323,764
Total Equity....................	362,786	122,920	485,706
Total liabilities and equity....	$ 907,582	$ 203,574	$ 1,111,156
Debt to Capitalization Ratio....	47%	32%	44%

As of January 31, 2006 and October 31, 2005, we had advances outstanding of approximately $21.2 million and $23.7 million, respectively, to these unconsolidated joint ventures, which were included in the accounts payable and accrued liabilities balances in the table above. On our Hovnanian Enterprises, Inc. Condensed Consolidated Balance Sheet our "Investments in and advances to unconsolidated joint ventures" amounted to $196.3 million and $187.2 million at January 31, 2006 and October 31, 2005, respectively. The minor difference between the Hovnanian equity balance plus advances to unconsolidated joint ventures balance disclosed here compared to the Hovnanian Enterprises, Inc. Condensed Consolidated Balance Sheet is due to a different inside basis versus outside basis in certain joint ventures.

	For the Three Months Ended January 31,2006		
	Homebuilding	Land Development	Total
Revenues........................	$ 216,048	$ 8,400	$ 224,448
Cost of sales and expenses......	(193,332)	(7,648)	(200,980)
Net income......................	$ 22,716	$ 752	$ 23,468
Our share of net earnings.......	$ 7,299	$ 276	$ 7,575

	For the Three Months Ended January 31,2005		
	Homebuilding	Land Development	Total
Revenues........................	$ 12,168	$ 2,730	$ 14,898
Cost of sales and expenses......	(9,276)	(3,165)	(12,441)
Net income (loss)...............	$ 2,892	$ (435)	$ 2,457
Our share of net earnings (losses)	$ 1,633	$ (198)	$ 1,435

Income from unconsolidated joint ventures is reflected as a separate line in the accompanying Condensed Consolidated Financial Statements and reflects our proportionate share of the income of these unconsolidated homebuilding and land development joint ventures. Our ownership interests in the joint ventures vary but are generally less than or equal to 50 percent. In determining whether or not we must consolidate joint ventures, where we are the manager of the joint venture, we consider the guidance in EITF 04-5 in assessing whether the other partners have specific rights to overcome the presumption of control by us or the manager of the joint venture.

Typically, our unconsolidated joint ventures obtain separate project specific mortgage financing for each venture. Generally, the amount of such financing is limited to no more than 50% of the joint venture's total assets, and such financing is obtained on a non-recourse basis, with guarantees from us limited only to performance and completion guarantees and environmental indemnification. In some instances, the joint venture entity is considered a variable interest entity (VIE) under FIN 46 due to the returns being limited to the equity holders; however, in these instances, we are not the primary beneficiary, therefore we do not consolidate these entities.

16. Recent Accounting Pronouncements - In May 2005, the FASB issued SFAS 154, "Accounting Changes and Error Corrections". This statement, which replaces APB Opinion No. 20, "Accounting Changes", and SFAS No. 3, "Reporting Accounting Changes in Interim Financial Statements", changes the requirements for the accounting for and reporting of a change in accounting principle. The statement requires retrospective application of changes in accounting principle to prior periods' financial statements unless it is impracticable to determine the period-specific effects or the cumulative effect of the change. SFAS No. 154 is effective for accounting changes and corrections of errors made in fiscal years beginning after December 15, 2005. The adoption of SFAS No. 154 is not expected to have a material impact on our consolidated financial position, results of operations or cash flows.

In June 2005, the Emerging Issues Task Force ("EITF") released Issue No. 04-5, "Determining Whether a General Partner, or the General Partners as a Group, Controls a Limited Partnership or Similar Entity When the Limited Partners Have Certain Rights" ("EITF 04-5"). EITF 04-5 creates a framework for evaluating whether a general partner or a group of general partners controls a limited partnership and therefore should consolidate the partnership. EITF 04-5 states that the presumption of general partner control would be overcome only when the limited partners have certain specific rights as outlined in EITF 04-5. EITF 04-5 is effective immediately for all newly formed limited partnerships and for existing limited partnership agreements that are modified. For general partners in all other limited partnerships, EITF 04-5 is effective no later than the beginning of the first reporting period in fiscal years beginning after December 15, 2005. Implementation of EITF 04-5 is not expected to have a material impact on our consolidated financial position, results of operations or cash flows.

17. Intangible Assets - The intangible assets recorded on our balance sheet are goodwill, definite life intangibles, tradenames, architectural designs, distribution processes, and contractual agreements with both definite and indefinite lives resulting from our acquisitions. We no longer amortize goodwill or indefinite life intangibles, but instead assess them periodically for impairment. We are amortizing the definite life intangibles over their expected useful life, ranging from three to seven years.

18. On March 1, 2005, we acquired for cash the assets of Cambridge Homes, a privately held Orlando homebuilder and provider of related financial services, headquartered in Altamonte Springs, Florida. Cambridge Homes also provides mortgage financing, as well as title and settlement services to its homebuyers. In connection with the acquisition, based on an appraisal of acquisition intangibles, we have definite life intangible assets equal to the excess of purchase price over the fair value of the net tangible assets of $22 million. We are amortizing the various definite life intangibles over their estimated lives.

On March 2, 2005, we acquired the operations of Town & Country Homes, a privately held homebuilder and land developer headquartered in Lombard, Illinois, which occurred concurrently with our entering into a joint venture agreement with affiliates of Blackstone Real Estate Advisors in New York to own and develop Town & Country's existing residential communities. The joint venture is being accounted for under the equity method. Town & Country Homes' operations beyond the existing owned and optioned communities, as of the acquisition date, are wholly-owned and included in our consolidated financial statements.

On August 3, 2005, we acquired substantially all of the homebuilding assets of Oster Homes, a privately held Ohio homebuilder, headquartered in Lorain, Ohio.

On August 8, 2005, we acquired substantially all of the assets of First Home Builders of Florida, a privately held homebuilder and provider of related financial services headquartered in Cape Coral, Florida.

In connection with the First Home Builders of Florida and Oster Homes acquisitions, we have definite life intangible assets equal to the excess purchase price over the fair value of $121 million in the aggregate. We are awaiting the appraisal from these acquisitions. Until the appraisals are received, we estimated the intangible value for amortization calculations. We expect to have final appraisals by the third quarter ended July 31, 2006. We expect to amortize the definite life intangibles over their estimated lives.

19. Hovnanian Enterprises, Inc., the parent company (the "Parent"), is the issuer of publicly traded common stock and preferred stock. One of its wholly owned subsidiaries, K. Hovnanian Enterprises, Inc. (the "Subsidiary Issuer"), acts as a finance entity that as of January 31, 2006 had issued and outstanding $400 million of Senior Subordinated Notes, $1,105.3 million face value of Senior Notes, and $226.3 million drawn on a Revolving Credit Agreement. The Senior Subordinated Notes, Senior Notes and the Revolving Credit Agreement are fully and unconditionally guaranteed by the Parent.

In addition to the Parent, each of the wholly owned subsidiaries of the Parent other than the Subsidiary Issuer (collectively, the "Guarantor Subsidiaries"), with the exception of various subsidiaries formerly engaged in the issuance of collateralized mortgage obligations, our mortgage lending subsidiaries, a subsidiary formerly engaged in homebuilding activity in Poland, our title insurance subsidiaries, joint ventures, and certain other subsidiaries (collectively, the "Non-guarantor Subsidiaries"), have guaranteed fully and unconditionally, on a joint and several basis, the obligation of the Subsidiary Issuer to pay principal and interest under the Senior Notes, Senior Subordinated Notes, and the Revolving Credit Agreement.

In lieu of providing separate audited financial statements for the Guarantor Subsidiaries we have included the accompanying condensed consolidating financial statements. Management does not believe that separate financial statements of the Guarantor Subsidiaries are material to investors. Therefore, separate financial statements and other disclosures concerning the Guarantor Subsidiaries are not presented.

The following condensed consolidating financial information presents the results of operations, financial position, and cash flows of (i) the Parent, (ii) the Subsidiary Issuer, (iii) the Guarantor Subsidiaries, (iv) the Non-guarantor Subsidiaries, and (v) the eliminations to arrive at the information for Hovnanian Enterprises, Inc. on a consolidated basis.

HOVNANIAN ENTERPRISES, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS - UNAUDITED
CONDENSED CONSOLIDATING BALANCE SHEET
JANUARY 31, 2006
(Dollars in Thousands)

	Parent	Subsidiary Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations	Consolidated
ASSETS						
Homebuilding	$ 1,235	$ 106,918	$ 4,337,002	$ 266,186	$	$4,711,341
Financial Services			138	168,670		168,808
Income Taxes (Payable) Receivable	(30,377)		59,492	(485)		28,630
Investments in and amounts due to and from consolidated subsidiaries	1,903,946	1,894,929	(2,054,260)	(241,687)	(1,502,928)	
Total Assets	$1,874,804	$2,001,847	$ 2,342,372	$ 192,684	$(1,502,928)	$4,908,779

	Parent	Subsidiary Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations	Consolidated
LIABILITIES AND STOCKHOLDERS' EQUITY						
Homebuilding	$	$	$ 944,377	$ 30,552	$	$ 974,929
Financial Services			34	144,060		144,094
Notes Payable		1,737,988	712			1,738,700
Minority Interest			175,009	1,243		176,252
Stockholders' Equity	1,874,804	263,859	1,222,240	16,829	(1,502,928)	1,874,804
Total Liabilities and Stockholders' Equity	$1,874,804	$2,001,847	$ 2,342,372	$ 192,684	$(1,502,928)	$4,908,779

HOVNANIAN ENTERPRISES, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
CONDENSED CONSOLIDATING BALANCE SHEET
OCTOBER 31, 2005
(Dollars in Thousands)

	Parent	Subsidiary Issuer	Guarantor Subsid-iaries	Non-Guarantor Subsidiaries	Elimin-ations	Consol-idated
Assets						
Homebuilding	$ 1,192	$ 325,997	$ 3,931,333	$ 214,238	$	$4,472,760
Financial Services			200	237,092		237,292
Income Taxes (Payable) Receivable	(22,704)		32,970	(363)		9,903
Investments in and Amounts Due to And From Consolidated Subsidiaries	1,812,869	1,413,666	(1,617,271)	(189,626)	(1,419,638)	
Total Assets	$1,791,357	$1,739,663	$ 2,347,232	$ 261,341	$(1,419,638)	$4,719,955
Liabilities						
Homebuilding	$	$ 20,431	$ 996,428	$ 3,626	$	$1,020,485
Financial Services			81	207,236		207,317
Notes Payable		1,498,739	(3,531)	24,339		1,519,547
Minority Interest			180,170	1,079		181,249
Stockholders' Equity	1,791,357	220,493	1,174,084	25,061	(1,419,638)	1,791,357
Total Liabilities and Stockholders' Equity	$1,791,357	$ 1,739,663	$ 2,347,232	$ 261,341	$(1,419,638)	$4,719,955

HOVNANIAN ENTERPRISES, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS - UNAUDITED
CONDENSED CONSOLIDATING STATEMENT OF OPERATIONS
THREE MONTHS ENDED JANUARY 31, 2006
(Dollars in Thousands)

	Parent	Subsidiary Issuer	Guarantor Subsid-iaries	Non-Guarantor Subsidiaries	Elimin-ations	Consol-idated
Revenues:						
Homebuilding	$	$ 153	$1,256,427	$ 2,150	$	$1,258,730
Financial Services			2,255	17,007		19,262
Intercompany Charges		66,758	66,703		(133,461)	
Equity In Pretax Income of Consolidated Subsidiaries	135,226				(135,226)	
Total Revenues	135,226	66,911	1,325,385	19,157	(268,687)	1,277,992
Expenses:						
Homebuilding		208	1,165,341	1,455	(30,193)	1,136,811
Financial Services			883	12,892	(245)	13,530
Total Expenses		208	1,166,224	14,347	(30,438)	1,150,341
Income from Unconsolidated Joint Ventures			7,575			7,575
Income (Loss) Before Income Taxes	135,226	66,703	166,736	4,810	(238,249)	135,226
State and Federal Income Taxes	51,130	23,411	61,864	1,912	(87,187)	51,130
Net Income (Loss)	$ 84,096	$ 43,292	$ 104,872	$ 2,898	$ (151,062)	$ 84,096

HOVNANIAN ENTERPRISES, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS - UNAUDITED
CONDENSED CONSOLIDATING STATEMENT OF OPERATIONS
THREE MONTHS ENDED JANUARY 31, 2005
(Dollars in Thousands)

	Parent	Subsidiary Issuer	Guarantor Subsid-iaries	Non-Guarantor Subsidiaries	Elimin-ations	Consol-idated
Revenues:						

	Parent	Subsidiary Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations	Consolidated
Homebuilding	$	$ 42	$1,039,598	$ 728	$	$1,040,368
Financial Services			1,029	13,164		14,193
Intercompany Charges		48,397	48,985		(97,382)	
Equity In Pretax Income of Consolidated Subsidiaries	131,906				(131,906)	
Total Revenues	131,906	48,439	1,089,612	13,892	(229,288)	1,054,561
Expenses:						
Homebuilding		(545)	936,455	1,171	(22,911)	914,170
Financial Services			730	10,075	(885)	9,920
Total Expenses		(545)	937,185	11,246	(23,796)	924,090
Income from Unconsolidated Joint Ventures			1,435			1,435
Income (Loss) Before Income Taxes	131,906	48,984	153,862	2,646	(205,492)	131,906
State and Federal Income Taxes	50,424	17,098	54,923	4,158	(76,179)	50,424
Net Income (Loss)	$ 81,482	$ 31,886	$ 98,939	$ (1,512)	$ (129,313)	$ 81,482

HOVNANIAN ENTERPRISES, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS - UNAUDITED
CONDENSED CONSOLIDATING STATEMENT OF CASH FLOWS
THREE MONTHS ENDED JANUARY 31, 2006
(Dollars in Thousands)

	Parent	Subsidiary Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations	Consolidated
Cash Flows From Operating Activities:						
Net Income	$ 84,096	$ 43,292	$ 104,872	$ 2,898	$ (151,062)	$ 84,096
Adjustments to reconcile net income to net cash provided by (used in) operating activities	2,815	(6,934)	(424,587)	(113,507)	151,062	(391,151)
Net Cash Provided By (Used In) Operating Activities	86,911	36,358	(319,715)	(110,609)		(307,055)
Net Cash (Used In) Investing Activities			(7,583)	(5,404)		(12,987)
Net Cash Provided By (Used In) Financing Activities	4,166	226,250	(26,149)	(56,779)		147,488
Intercompany Investing and Financing Activities - Net	(91,077)	(481,263)	396,005	176,335		
Net Increase (Decrease) In Cash		(218,655)	42,558	3,543		(172,554)
Balance, Beginning of Period	16	298,596	(79,835)	10,722		229,499
Cash and Cash Equivalents Balance, End of Period	$ 16	$ 79,941	$ (37,277)	$ 14,265	$	$ 56,945

HOVNANIAN ENTERPRISES, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS - UNAUDITED
CONDENSED CONSOLIDATING STATEMENT OF CASH FLOWS
THREE MONTHS ENDED JANUARY 31, 2005
(Dollars in Thousands)

	Parent	Subsidiary Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations	Consolidated
Cash Flows From Operating Activities:						
Net Income	$ 81,482	$ 31,886	$ 98,939	$ (1,512)	$ (129,313)	$ 81,482
Adjustments to reconcile net income to net cash provided by (used in) operating activities	(23,356)	(1,330)	(321,900)	43,510	129,313	(173,763)
Net Cash Provided By (Used In) Operating Activities	58,126	30,556	(222,961)	41,998		(92,281)
Net Cash (Used In) Investing Activities	(1,600)		(17,964)	(35)		(19,599)
Net Cash Provided By (Used In) Financing Activities	(2,087)	185,000	1,427	(57,205)		127,135
Intercompany Investing and Financing Activities - Net	(54,439)	(148,758)	187,849	15,348		
Net Increase (Decrease) In Cash		66,798	(51,649)	106		15,255
Balance, Beginning of Period	15	29,369	35,441	13,199		78,024
Cash and Cash Equivalents Balance, End of Period	$ 15	$ 96,167	$ (16,208)	$ 13,305	$	$ 93,279

======== ========= ========== ============ ========== ==========

20. Subsequent Events -

On February 27, 2006, our wholly-owned subsidiary K. Hovnanian Enterprises, Inc. issued $300 million of 7 1/2% Senior Notes due 2016. The notes are guaranteed by Hovnanian Enterprises, Inc. and each of its other wholly-owned subsidiaries, except for various subsidiaries formerly engaged in the issuance of collateralized mortgage obligations, our mortgage lending subsidiaries, a subsidiary formerly engaged in homebuilding activity in Poland, our title insurance subsidiaries, joint ventures, and certain other subsidiaries. The net proceeds of the issuance were used to repay a portion of the outstanding balance under our revolving credit facility as of February 27, 2006.

On March 7, 2006, we amended our secured mortgage loan warehouse agreement. Pursuant to the new agreement, we may borrow up to $250 million. It expires on October 30, 2006 and interest is payable monthly at the Eurodollar Rate plus 1.0%.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Restatement of Notes to Financial Statements

As discussed in Note 3 to the condensed consolidated financial statements, subsequent to the issuance of our condensed consolidated financial statements for the quarterly period ended January 31, 2006, we expanded our disclosures of reportable segments in accordance with the provisions of Statements of Financial Accounting Standards ("SFAS ") 131, "Disclosures About Segments of an Enterprise and Related Information". We had historically aggregated our homebuilding operating segments into a single, national reportable segment, but we have restated our segment disclosure to include six reportable homebuilding segments for the three months ended January 31, 2006 and 2005 (see Note 3). The restatement has no impact on our condensed consolidated balance sheets as of January 31, 2006, condensed consolidated statement of income and related income per common share amounts for the three months ended January 31, 2006 and 2005, or Condensed Consolidated Statements of Cash Flows for the three months ended January 31, 2006 and 2005. We have amended our Annual Report on Form 10-K for the year ended October 31, 2005 for the related impact of this restatement.

CRITICAL ACCOUNTING POLICIES

Management believes that the following critical accounting policies affect its more significant judgments and estimates used in the preparation of its consolidated financial statements:

Business Combinations - When we make an acquisition of another company, we use the purchase method of accounting in accordance with the Statement of Financial Accounting Standards (SFAS) No. 141 "Business Combinations". Under SFAS No. 141, we record as our cost the estimated fair value of the acquired assets less liabilities assumed. Any difference between the cost of an acquired company and the sum of the fair values of tangible and intangible assets less liabilities is recorded as goodwill. The reported income of an acquired company includes the operations of the acquired company from the date of acquisition.

Income Recognition from Home and Land Sales - Income from home and land sales is recorded when title is conveyed to the buyer, adequate cash payment has been received and there is no continued involvement.

Additionally, in certain markets, we sell lots to customers, transferring title, collecting proceeds, and entering into contracts to build homes on these lots. In these cases, we do not recognize the revenue from the lot sale until we deliver the completed home and have no continued involvement related to that home. The cash received on the lot is recorded as customer deposits until the revenue is recognized.

Income Recognition from Mortgage Loans - Profits and losses relating to the sale of mortgage loans are recognized when legal control passes to the buyer of the mortgage and the sales price is collected.

Interest Income Recognition for Mortgage Loans Receivable and Recognition of Related Deferred Fees and Costs - Interest income is recognized as earned for each mortgage loan during the period from the loan closing date to the sale date when legal control passes to the buyer and the sale price is collected. All fees related to the origination of mortgage loans and direct loan origination costs are deferred and recorded as either (a) an adjustment to the related mortgage loans upon the closing of a loan or (b) recognized as a deferred asset or deferred revenue while the loan is in process. These fees and costs include loan origination fees, loan discount, and salaries and wages. Such deferred fees and costs relating to the closed loans are recognized over the life of the loans as an adjustment of yield or taken into operations upon sale of the loan to a permanent investor.

Inventories - Inventories and long-lived assets held for sale are recorded at the lower of cost or fair value less selling costs. Fair value is defined as the amount at which an asset could be bought or sold in a current transaction between willing parties, that is, other than in a forced or liquidation sale. Construction costs are accumulated during the period of construction and charged to cost of sales under specific identification methods. Land, land development, and common facility costs are allocated based on buildable acres to product types within each community, except for high-rise and mid-rise buildings, then charged to cost of sales equally based upon the number of homes to be constructed in each product type. For high-rise and mid-rise buildings, land, land development and common facility costs are allocated to homes based on the relative sales value of each home. For inventories of communities under development, a loss is recorded when events and circumstances indicate impairment and the undiscounted future cash flows generated are less than the related carrying amounts. The impairment loss is based on discounted future cash flows generated from expected revenue, less cost to complete including interest, and selling costs.

Insurance Deductible Reserves - For fiscal 2006, our deductible is $20 million per occurrence with an aggregate $20 million for premise liability claims and an aggregate $20 million for construction defect claims under our general liability insurance. Our worker's compensation insurance deductible is $1 million per occurrence in fiscal 2006. Reserves have been established based upon actuarial analysis of estimated losses incurred during fiscal 2006 and fiscal 2005.

Interest - In accordance with SFAS 34 "Capitalization of Interest Cost", interest incurred is first capitalized to properties under development during the land development and home construction period and expensed along with the associated cost of sales as the related inventories are sold. Interest in excess of interest capitalized or interest incurred on borrowings directly related to properties not under development is expensed immediately in "Other Interest".

Land Options - Costs are capitalized when incurred and either included as part of the purchase price when the land is acquired or charged to operations when we determine we will not exercise the option. In accordance with Financial Accounting Standards Board ("FASB") Interpretation No. 46 ("FIN 46") "Consolidation of Variable Interest Entities", an interpretation of Accounting Research Bulletin No. 51, SFAS No. 49 "Accounting for Product Financing Arrangements" ("SFAS 49"), SFAS No. 98 "Accounting for Leases" ("SFAS 98"), and Emerging Issues Task Force ("EITF") No. 97-10 "The Effects of Lessee Involvement in Asset Construction" ("EITF 97-10"), we record on the Condensed Consolidated Balance Sheet specific performance options, options with variable interest entities, and other options under "Consolidated Inventory Not Owned" with the offset to "Liabilities from inventory not owned", "Minority interest from inventory not owned", and "Minority interest from consolidated joint ventures".

Unconsolidated Homebuilding and Land Development Joint Ventures - Investments in unconsolidated homebuilding and land development joint ventures are accounted for under the equity method of accounting. Under the equity method, we recognize our proportionate share of earnings and losses earned by the joint venture upon the delivery of lots or homes to third parties. Our ownership interests in our unconsolidated joint ventures range from 20% to 50%. In some instances, the joint venture entity is considered a variable interest entity (VIE) under FIN 46 due to the returns being limited to the equity holders; however, in these instances, we are not the primary beneficiary, therefore we do not consolidate these entities.

Intangible Assets - The intangible assets recorded on our balance sheet are goodwill definite life intangibles, tradenames, architectural designs, distribution processes, and contractual agreements with both definite and indefinite lives resulting from our acquisitions. We no longer amortize goodwill or indefinite life intangibles, but instead assess them periodically for impairment. We are amortizing the definite life intangibles over their expected useful life, ranging from three to eight years.

Post Development Completion and Warranty Costs - In those instances where a development is substantially completed and sold and we have additional construction work to be incurred, an estimated liability is provided to cover the cost of such work. In addition, our warranty accrual includes estimated costs for construction work that is unforeseen, but estimable based on past history, at the time of closing. Both of these liabilities are recorded in "Accounts payable and other liabilities" in the Condensed Consolidated Balance Sheets.

CAPITAL RESOURCES AND LIQUIDITY

Our operations consist primarily of residential housing development and sales in the Northeast (New Jersey, New York, Pennsylvania), the Midwest (Illinois, Michigan, Minnesota, Ohio), the Mid-Atlantic (Delaware, Maryland, Virginia, West Virginia, Washington D.C.), the Southeast (Florida, North Carolina, South Carolina), the Southwest (Arizona, Texas), and the West (California). In addition, we provide financial services to our homebuilding customers.

Our cash uses during the three months ended January 31, 2006 were for operating expenses, increases in housing inventories, construction, income taxes, interest, preferred stock dividends and repayments of our revolving credit facility. We provided for our cash requirements from housing and land sales, the revolving credit facility, financial service revenues, and other revenues. We believe that these sources of cash are sufficient to finance our working capital requirements and other needs.

On July 3, 2001, our Board of Directors authorized a stock repurchase program to purchase up to 4 million shares of Class A Common Stock. As of January 31, 2006, 2.7 million shares of Class A Common Stock have been purchased under this program.

On July 12, 2005, we issued 5,600 shares of 7.625% Series A Preferred Stock, with a liquidation preference of $25,000 per share for net proceeds of $135 million. Dividends on the Series A Preferred Stock are not cumulative and are paid at an annual rate of 7.625%. The Series A Preferred Stock is not convertible into the Company's common stock and is redeemable in whole or in part at our option at the liquidation preference of the shares beginning on the fifth anniversary of their issuance. The Series A Preferred Stock is traded as depositary shares, with each depositary share representing 1/1000th of a share of Series A Preferred Stock. The depositary shares are listed on the Nasdaq National Market under the symbol "HOVNP". The net proceeds from the offering, reflected in Paid in Capital in the Condensed Consolidated Balance Sheet, were used for the partial repayment of the outstanding balance under our revolving credit facility as of July 12, 2005. On January 17, 2006, we paid $2.7 million of dividends on the Series A Preferred Stock.

Our homebuilding bank borrowings are made pursuant to an amended and restated unsecured revolving credit agreement (the "Agreement") effective June 17, 2005, that provides a revolving credit line and letter of credit line of $1.2 billion through July 2009. The facility contains an accordion feature under which the aggregate commitment can be increased to $1.3 billion subject to the availability of additional commitments. Interest is payable monthly at various rates based on a margin ranging from 1.00% to 1.95% per annum, depending on our Consolidated Leverage Ratio, as defined in the Agreement, plus, at the Company's option, either (1) a base rate determined by reference to the higher of (a) PNC Bank, National Association's prime rate and (b) the federal funds rate plus 1/2% or (2) a LIBOR-based rate for a one, two, three or six month interest period as selected by the Company. In addition, we pay a fee ranging from 0.20% to 0.30% per annum on the unused portion of the revolving credit line depending on its Leverage Ratio and the average percentage unused portion of the revolving credit line. At January 31, 2006, there was $226.3 million drawn under this Agreement and we had approximately $44.5 million of homebuilding cash. At January 31, 2006, we had issued $391.0 million of letters of credit which reduces cash available under the Agreement. We believe that we will be able either to extend the Agreement beyond July 2009 or negotiate a replacement facility, but there can be no assurance of such extension or replacement facility. We currently are in compliance and intend to maintain compliance with the covenants under the Agreement. We and each of our significant subsidiaries, except for various subsidiaries formerly engaged in the issuance of collateralized mortgage obligations, a subsidiary formerly engaged in homebuilding activity in Poland, our financial services subsidiaries, joint ventures, and certain other subsidiaries, is a guarantor under the Agreement.

At January 31, 2006, we had $1,105.3 million of outstanding senior notes ($1,099.0 million, net of discount), comprised of $140.3 million 10 1/2% Senior Notes due 2007, $100 million 8% Senior Notes due 2012, $215 million 6 1/2% Senior Notes due 2014, $150 million 6 3/8% Senior Notes due 2014, $200 million 6 1/4% Senior Notes due 2015, and $300 million 6 1/4% Senior Notes due 2016. At January 31, 2006, we had $400 million of outstanding senior subordinated notes, comprised of $150 million 8 7/8% Senior Subordinated Notes due 2012, $150 million 7 3/4% Senior Subordinated Notes due 2013, and $100 million 6% Senior Subordinated Notes due 2010. On February 27, 2006, we issued $300 million of 7 1/2% Senior Notes due 2016. We and each of our wholly owned subsidiaries, except for K. Hovnanian Enterprises, Inc., the issuer of the senior and senior subordinated notes, and various subsidiaries formerly engaged in the issuance of collateralized mortgage obligations, our mortgage lending subsidiaries, a subsidiary formerly engaged in homebuilding activity in Poland, our title insurance subsidiaries, joint ventures, and certain other subsidiaries is a guarantor of the senior notes and senior subordinated notes.

Our mortgage banking subsidiary's warehouse agreement was amended on March 7, 2006. Pursuant to the agreement, we may borrow up to $250 million. The agreement expires in October 2006 and interest is payable monthly at the Eurodollar Rate plus 1.0%. We also have a $100 million commercial paper facility. The facility expires in September 2006 and interest of LIBOR plus .65% is payable monthly. As of January 31, 2006, the aggregate principal amount of all borrowings under this agreement was $137.7 million.

Total inventory increased $440.2 million during the three months ended January 31, 2006. This increase excluded the increase in consolidated inventory not owned of $9.5 million consisting of specific performance options, options with variable interest entities, and other options that were added to our balance sheet in accordance with SFAS 49, SFAS 98, and EITF 97-10, and variable interest entities in accordance with FIN 46. See "Notes to Condensed Consolidated Financial Statements" - Note 14 for additional information on FIN 46. Total inventory in the Northeast increased $88.5 million, the Mid-Atlantic increased $67.9 million, the Midwest increased $22.0 million, the Southeast increased $70.1 million, the Southwest increased $41.0 million, and the West increased $150.7 million. The increase in inventory was primarily the result of future planned organic growth in our existing markets. Substantially all homes under construction or completed and included in inventory at January 31, 2006 are expected to be closed during the next twelve months. Most inventory completed or under development is partially financed through our revolving credit agreement and senior and senior subordinated indebtedness.

We usually option property for development prior to acquisition. By optioning property, we are only subject to the loss of the cost of the option and predevelopment costs if we choose not to exercise the option.

As a result, our commitment for major land acquisitions is reduced.

The following table summarizes the number of buildable homes included in our total residential real estate. The January 31, 2006 and October 31, 2005 numbers exclude real estate owned and options in locations where we have ceased development.

	Active Communities	Active Communities Homes	Proposed Developable Homes	Grand Total Homes
January 31, 2006:				
Northeast........	41	7,429	18,287	25,716
Mid-Atlantic.....	74	7,434	15,497	22,931
Midwest..........	26	3,291	3,805	7,096
Southeast........	79	14,873	12,457	27,330
Southwest.........	99	13,418	8,922	22,340
West..............	52	9,409	10,464	19,873
Consolidated Total	371	55,854	69,432	125,286
Unconsolidated Joint Ventures..		6,601	2,431	9,032
Total Including Unconsolidated Joint Ventures..		62,455	71,863	134,318
Owned..........		26,248	7,219	33,467
Optioned.......		24,656	62,213	86,869
Controlled Lots...		50,904	69,432	120,336
Construction to Permanent Financing Lots...........		4,950	-	4,950
Lots Controlled by Unconsolidated Joint ventures.		6,601	2,431	9,032
Total Including Unconsolidated Joint Ventures.		62,455	71,863	134,318

	Active Communities	Active Communities Homes	Proposed Developable Homes	Grand Total Homes
October 31, 2005:				
Northeast.........	40	7,179	19,465	26,644
Mid-Atlantic......	70	7,137	16,445	23,582
Midwest...........	25	3,618	3,463	7,081
Southeast.........	78	14,576	9,668	24,244
Southwest.........	102	12,905	7,547	20,452
West..............	52	9,285	9,718	19,003
Consolidated Total	367	54,700	66,306	121,006
Unconsolidated Joint Ventures..		6,655	3,396	10,051
Total Including Unconsolidated Joint Ventures..		61,355	69,702	131,057
Owned..........		24,731	5,657	30,388
Optioned.......		25,046	60,649	85,695
Controlled Lots...		49,777	66,306	116,083
Construction to Permanent Financing Lots...........		4,923	-	4,923
Lots Controlled by Unconsolidated Joint ventures.		6,655	3,396	10,051
Total Including Unconsolidated Joint Ventures.		61,355	69,702	131,057

The following table summarizes our started or completed unsold homes and models. The increase in total started or completed unsold homes compared to the prior year is primarily due to the increase in mid-rise and high-rise buildings for which we count all units started when vertical construction begins and the growth in the number of active selling communities.

	January 31, 2006			October 31, 2005		
	Unsold Homes	Models	Total	Unsold Homes	Models	Total
Northeast....	338	27	365	294	18	312
Mid-Atlantic.	171	22	193	167	19	186
Midwest	208	22	230	175	17	192
Southeast....	241	42	283	250	37	287
Southwest....	1,150	92	1,242	901	70	971
West.........	460	133	593	275	157	432
Total	2,568	338	2,906	2,062	318	2,380

Investments in and advances to unconsolidated joint ventures increased $9.0 million during the three months ended January 31, 2006. This increase is due to income from joint ventures not distributed and additional investment in joint ventures. As of January 31, 2006, we have investments in nine homebuilding joint ventures and nine land development joint ventures. Other than performance and completion guarantees and environmental indemnifications, no other guarantees associated with unconsolidated joint ventures have been given.

Receivables, deposits, and notes decreased $41.1 million to $84.3 million at January 31, 2006. The decrease was primarily due to a decrease in miscellaneous receivables for a payment received in the first quarter of 2006 from an unconsolidated joint venture. It was also due to the reduction in the receivables from home sales which amounted to $26.8 million and $39.4 million at January 31, 2006 and October 31, 2005, respectively.

Prepaid expenses and other assets are as follows:

	January 31, 2006	October 31, 2005	Dollar Change
Prepaid insurance....................	$ 14,877	$ -	$ 14,877
Prepaid project costs................	66,548	61,773	4,775
Senior residential rental properties.	8,659	8,754	(95)
Other prepaids.......................	29,166	24,547	4,619
Other assets.........................	33,072	30,588	2,484
	$ 152,322	$ 125,662	$ 26,660

Prepaid insurance increased due to a payment of a full year of insurance costs during the first quarter of every year. These costs are amortized on a straight line basis. Prepaid project costs and other prepaids increased due to new communities. Prepaid project costs consist of community specific expenditures that are used over the life of the community. Such prepaids are expensed as homes are delivered. The increase in other assets is attributable to the Executive Deferred Compensation Plan, due to increased profit sharing contributions for Senior Management.

At January 31, 2006, we had $32.7 million of goodwill. This amount resulted from Company acquisitions prior to fiscal 2000.

Definite life intangibles decreased $37.6 million to $211.9 million at January 31, 2006. The decrease was the result of amortization during the three months of $11.7 million, and an adjustment to the First Home Builders of Florida acquisition accounting. As we finalize our valuation of the assets acquired, we established a deferred tax asset as part of the purchase price allocation, which reduced the recorded intangibles, offset by our Cambridge Homes acquisition earnout and contingent payments related to past acquisitions. For any acquisition, professionals are hired to appraise all acquired intangibles. See "- Critical Accounting Policies - Intangible Assets" above for additional information on intangibles. For tax purposes all our intangibles, except those resulting from an acquisition classified as a tax free exchange, are being amortized over 15 years.

Accounts payable and other liabilities are as follows:

	January 31, 2006	October 31, 2005	Dollar Change
Accounts payable......................	$ 172,010	$ 191,469	$(19,459)
Reserves..............................	98,258	95,310	2,948
Accrued expenses......................	41,379	48,647	(7,268)
Accrued compensation..................	64,356	75,655	(11,299)
Other liabilities.....................	106,500	99,448	7,052
	$ 482,503	$ 510,529	$(28,026)

The decrease in accounts payable was primarily due to decreases in homes under construction in the first quarter of 2006 compared to the fourth quarter of 2005 throughout our markets, which results in less activity and lower payables. Reserves increased for our general liability insurance deductible, owner controlled insurance program and bonding. The decrease in accrued expenses is due to timing of property tax payments and acquisition earnout obligations. The decrease in accrued compensation was primarily due to the payout of our fiscal year 2005 bonuses during the first quarter of 2006. The increase in other liabilities is mainly due to increased contributions to our deferred compensation plan, increased payroll withholding due to timing of insurance claims, and a lot option advance in the Southwest.

Financial Services - Mortgage loans held for sale consist of residential mortgages receivable of which $152.4 million and $211.2 million at January 31, 2006 and October 31, 2005, respectively, are being temporarily warehoused and awaiting sale in the secondary mortgage market. We may incur risk with respect to mortgages that are delinquent, but only to the extent the losses are not covered by mortgage insurance or resale value of the house. Historically, we have incurred minimal credit losses.

RESULTS OF OPERATIONS FOR THE THREE MONTHS ENDED JANUARY 31, 2006 COMPARED TO THE THREE MONTHS ENDED JANUARY 31, 2005

Total Revenues:

Compared to the same prior period, revenues increased as follows:

	Three Months Ended			
	January 31, 2006	January 31, 2005	Dollar Change	Percentage Change
	(Dollars In Thousands)			
Homebuilding:				
Sale of homes........	$1,246,197	$1,015,969	$230,228	22.7%
Land sales and other revenues...........	12,533	24,399	(11,866)	(48.6)%
Financial Services.....	19,262	14,193	5,069	35.7%
Total Revenues...	$1,277,992	$1,054,561	$223,431	21.2%

Homebuilding:

Compared to the same prior period, housing revenues increased $230.2 million or 22.7% during the three months ended January 31, 2006. Housing revenues are recorded when title is conveyed to the buyer, adequate cash payment has been received, and there is no continued involvement. Land sales are incidental to our residential housing operations and are expected to continue in the future but may significantly fluctuate up or down. For further details on land sales and other revenues, see paragraph titled "Land Sales and Other Revenues" later in this document.

Information on homes delivered by market area is set forth below:

	Three Months Ended January 31,	
	2006	2005
	(Dollars in Thousands)	
Northeast:		
Dollars...........	$ 196,299	$ 219,891
Homes.............	442	553
Mid-Atlantic:		
Dollars...........	$ 197,878	$ 158,329
Homes.............	379	348
Midwest (1):		
Dollars...........	$ 29,203	$ 18,570
Homes.............	170	134
Southeast (2):		
Dollars...........	$ 269,778	$ 105,505
Homes.............	1,148	554
Southwest:		
Dollars...........	$ 183,259	$ 135,911
Homes.............	872	715
West:		
Dollars...........	$ 369,780	$ 377,763
Homes.............	834	962
Consolidated Total:		
Dollars...........	$ 1,246,197	$1,015,969
Homes.............	3,845	3,266
Unconsolidated Joint Ventures (3):		
Dollars...........	$ 214,612	$ 11,585
Homes.............	585	22
Totals:		
Housing Revenues...	$ 1,460,809	$1,027,554

Homes Delivered....	4,430	3,288

(1) Midwest includes deliveries from our Ohio acquisition of Oster Homes on August 3, 2005.
(2) Southeast includes deliveries from our Florida acquisitions of Cambridge Homes and First Home Builders of Florida on March 1, 2005 and August 8, 2005, respectively.
(3) Unconsolidated Joint Ventures includes deliveries from our joint venture with affiliates of Blackstone Real Estate Advisors that acquired Town & Country Homes existing residential communities on March 2, 2005.

An important indicator of our future results are recently signed contracts and home contract backlog for future deliveries. Our sales contracts and homes in contract backlog using base sales prices by market area are set forth below:

	Net Contracts(1) for the Three Months Ended January 31,		Contract Backlog as of January 31,	
	2006	2005	2006	2005
	(Dollars in Thousands)			
Northeast:				
Dollars	$ 195,021	$ 181,373	$ 710,217	$ 672,997
Homes	460	451	1,601	1,657
Mid-Atlantic:				
Dollars	$ 187,374	$ 178,516	$ 702,516	$ 540,187
Homes	352	351	1,354	1,135
Midwest (1):				
Dollars	$ 29,380	$ 8,232	$ 93,281	$ 47,678
Homes	148	71	559	434
Southeast (3):				
Dollars	$ 314,027	$ 106,366	$1,539,586	$ 252,791
Homes	1,015	498	5,864	1,211
Southwest:				
Dollars	$ 170,704	$ 165,048	$ 276,116	$ 197,285
Homes	801	897	1,225	1,106
West:				
Dollars	$ 257,151	$ 354,124	$ 686,500	$ 764,697
Homes	574	906	1,493	1,861
Consolidated Total:				
Dollars	$1,153,657	$ 993,659	$ 4,008,216	$2,475,635
Homes	3,350	3,174	12,096	7,404
Unconsolidated Joint Ventures (4):				
Dollars	$ 108,572	$ 41,347	$ 924,762	$ 239,851
Homes	274	66	2,029	399
Totals:				
Dollars	$1,262,229	$1,035,006	$ 4,932,978	$2,715,486
Homes	3,624	3,240	14,125	7,803

(1) Net contracts are defined as new contracts during the period for the purchase of homes, less cancellations of prior contracts.
(2) The number and the dollar amount of net contracts and contract backlog in the Midwest in the 2006 first quarter include the effect of the Oster Homes acquisition, which closed in August 2005.
(3) The number and the dollar amount of net contracts and contract backlog in the Southeast in the 2006 first quarter include the effects of the Cambridge Homes and First Home Builders of Florida acquisitions, which closed in March 2005 and August 2005, respectively.
(4) The number and the dollar amount of net contracts and contract backlog in Unconsolidated Joint Ventures in the 2006 first quarter include the effect of the Town & Country Homes acquisition, which closed in March 2005.

Cost of sales includes expenses for homebuilding and land sales. A breakout of such expenses for homebuilding sales and homebuilding gross margin is set forth below:

	Three Months Ended January 31,	
	2006	2005
	(Dollars in Thousands)	
Sale of Homes	$1,246,197	$1,015,969
Cost of Sales, excluding interest	926,822	757,086
Homebuilding Gross Margin, before interest expense	319,375	258,883
Homebuilding Cost of Sales Interest	16,111	17,579

Homebuilding Gross Margin, after interest expense...	$ 303,264	$ 241,304
Gross Margin Percentage, before interest expense...	25.6%	25.5%
Gross Margin Percentage, after interest expense....	24.3%	23.8%

Cost of Sales expenses as a percentage of home sales revenues are presented below:

	Three Months Ended January 31,	
	2006	2005
Sale of Homes................	100.0%	100.0%
Cost of Sales, excluding interest:		
Homebuilding, land & development costs....	65.8%	66.1%
Commissions............	2.3%	2.1%
Financing concessions..	0.9%	0.9%
Overheads..............	5.4%	5.4%
Total Cost of Sales, before interest expense...........	74.4%	74.5%
Gross Margin Percentage, before interest expense....	25.6%	25.5%
Cost of sales interest.......	1.3%	1.7%
Gross Margin Percentage, after interest expense.....	24.3%	23.8%

We sell a variety of home types in various local communities, each yielding a different gross margin. As a result, depending on the geographic mix of deliveries and the mix of both communities and of home types delivered, consolidated quarterly gross margin will fluctuate up or down and may not be representative of the consolidated gross margin for the year. The consolidated gross margin before interest expense for the three months ended January 31, 2006 was 10 basis points higher than the same period in 2005. Our gross margin after interest expense for the three months ended January 31, 2006 was 50 basis points more than the same period last year. These minor fluctuations from period to period in cost of sales interest as a percentage of home revenues are due to the mix of homes sold and the inventory carrying period for those homes.

Homebuilding selling, general, and administrative expenses as a percentage of homebuilding revenues increased to 10.9% for the three months ended January 31, 2006, compared to 9.5% for the three months ended January 31, 2005. Such expenses increased $38.6 million for the three months ended January 31, 2006 compared to the same period last year. The dollar and percentage increases were in line with our growth goals as we increase selling, general and administrative costs associated with the expected increase in the number of active selling communities in all of our regions.

Land Sales and Other Revenues:

Land sales and other revenues consist primarily of land and lot sales. A breakout of land and lot sales is set forth below:

	Three Months Ended January 31,	
	2006	2005
Land Sales........................	$ 10,555	$23,004
Cost of Sales, Excluding Interest.	7,865	14,171
Land Sales Gross Margin, Excluding Interest.............	2,690	8,833
Interest Expense.................	458	188
Land Sales Gross Margin, Including Interest.............	$ 2,232	$ 8,645

Land sales are incidental to our residential homebuilding operations and are expected to continue in the future but may significantly fluctuate up or down. For the full fiscal year 2006, we expect pre-tax profit from land sales to be higher than they were in fiscal 2005. However, land sales are often dependent upon receiving approvals and entitlements, the timing of which can be uncertain. As a result, projecting the amount and timing of land sales is difficult.

Financial Services

Financial services consist primarily of originating mortgages from our homebuyers and selling such mortgages in the secondary market, and title insurance activities. For the three months ended January 31, 2006, financial services provided a $5.7 million profit before income taxes, compared to a profit of $4.3 million for the same period in 2005. The increase in pretax profit for the three months ended January 31, 2006 is primarily due to increased mortgage settlements and the addition of mortgage operations as a result of our 2005 acquisitions.

Corporate General and Administrative

Corporate general and administrative expenses represent the operations at our headquarters in Red Bank, New Jersey. Such expenses include our executive offices, information services, human resources, corporate accounting, training, treasury, process redesign, internal audit, construction services, and administration of insurance, quality, and safety. As a percentage of total revenues, such expenses increased to 2.2% for the three months ended January 31, 2006 from 1.5% for the prior year's three months. Corporate general and administrative expenses increased $11.8 million during the three months ended January 31, 2006, compared to the same period last year. The increase in corporate general and administrative expenses is primarily attributed to increased depreciation expense for new software systems, increased consulting services related to the new software implementation, Sarbanes Oxley compliance costs, increased compensation with more headcount and higher profit based bonuses, as well as the adoption of FAS 123R resulting in the expensing of stock options.

While the sum of homebuilding, selling, general and administrative expenses and corporate general and administrative expenses as a percentage of total revenues for the first quarter is higher than the prior year's first quarter percentage, we expect these expenses as a percentage of revenues for the full fiscal year to be similar to the prior year.

Other Interest

Other interest increased $0.7 million for the three months ended January 31, 2006, compared to three months ended January 31, 2005. This increase is primarily due to an increase in interest incurred and expensed on nonrecourse land mortgages directly related to property not yet under development.

Other Operations

Other operations consist primarily of miscellaneous residential housing operations expenses, senior rental residential property operations, amortization of senior and senior subordinated note issuance expenses, earnout payments from homebuilding company acquisitions, minority interest relating to consolidated joint ventures, and corporate owned life insurance. The increase in other operations to $7.0 million for the three months ended January 31, 2006, compared to $1.9 million for the three months ended January 31, 2005, is primarily due to increased earnout expenses related to several recent acquisitions.

Intangible Amortization

We are amortizing our definite life intangibles over their expected useful life, ranging from three to seven years. Intangible amortization increased $1.6 million for the three months ended January 31, 2006, when compared to the same period last year. This increase was the result of the amortization expense related to the acquisition of Cambridge Homes in March 2005, Oster Homes in August 2005 and First Home Builders of Florida in August 2005, offset by reduced amortization on older acquisitions.

Recent Accounting Pronouncements

In May 2005, the FASB issued SFAS 154, "Accounting Changes and Error Corrections". This statement, which replaces APB Opinion No. 20, "Accounting Changes" and SFAS No. 3, "Reporting Accounting Changes in Interim Financial Statements", changes the requirements for the accounting for and reporting of a change in accounting principle. The statement requires retrospective application of changes in accounting principle to prior periods' financial statements unless it is impracticable to determine the period-specific effects or the cumulative effect of the change. SFAS No. 154 is effective for accounting changes and corrections of errors made in fiscal years beginning after December 15, 2005. The adoption of SFAS No. 154 is not expected to have a material impact on our consolidated financial position, results of operations or cash flows.

In June 2005, the Emerging Issues Task Force ("EITF") released Issue No. 04-5 "Determining Whether a General Partner, or the General Partners as a Group, Controls a Limited Partnership or Similar Entity When the Limited Partners Have Certain Rights" ("EITF 04-5"). EITF 04-5 creates a framework for evaluating whether a general partner or a group of general partners controls a limited partnership and therefore should consolidate the partnership. EITF 04-5 states that the presumption of general partner control would be overcome only when the limited partners have certain specific rights as outlined in EITF 04-5. EITF 04-5 is effective immediately for all newly formed limited partnerships and for existing limited partnership agreements that are modified. For general partners in all other limited partnerships, EITF 04-5 is effective no later than the beginning of the first reporting period in fiscal years beginning after December 15, 2005. Implementation of EITF 04-5 is not expected to have a material impact on the Company's results of operations or financial position.

Total Taxes

Total taxes as a percentage of income before taxes decreased for the three months ended January 31, 2006 to 37.8% from 38.2% for the three months ended January 31, 2005. This decrease is primarily due to the benefit of the tax deduction on qualified production activities provided by the American Jobs Creation Act of 2004.

Deferred federal and state income tax assets primarily represent the deferred tax benefits arising from temporary differences between book and tax income which will be recognized in future years as an offset against future taxable income. If, for some reason, the combination of future years income (or loss) combined with the reversal of the timing differences results in a loss, such losses can be carried back to prior years to recover the deferred tax assets. As a result, management is confident such deferred tax assets are recoverable regardless of future income.

Inflation

Inflation has a long-term effect, because increasing costs of land, materials, and labor result in increasing sale prices of our homes. In general, these price increases have been commensurate with the general rate of inflation in our housing markets and have not had a significant adverse effect on the sale of our homes. A significant risk faced by the housing industry generally is that rising house costs, including land and interest costs, will substantially outpace increases in the income of potential purchasers. Recently in the more highly regulated markets that have seen significant home price appreciation, customer affordability has become a concern. Our broad product array insulates us to some extent, but it is something we are monitoring closely.

Inflation has a lesser short-term effect, because we generally negotiate fixed price contracts with many, but not all, of our subcontractors and material suppliers for the construction of our homes. These prices usually are applicable for a specified number of residential buildings or for a time period of between three to twelve months. Construction costs for residential buildings represent approximately 60% of our homebuilding cost of sales.

Mergers and Acquisitions

On March 1, 2005, we acquired for cash the assets of Cambridge Homes, a privately held Orlando homebuilder and provider of related financial services, headquartered in Altamonte Springs, Florida. The acquisition provides us with a presence in the greater Orlando market. Cambridge Homes designs, markets and sells both single family homes and attached townhomes and focuses on first-time, move-up and luxury homebuyers. Cambridge Homes also provides mortgage financing, as well as title and settlement services to its homebuyers.

The Cambridge Homes acquisition was accounted for as a purchase, with the results of its operations included in our consolidated financial statements as of the date of the acquisition.

On March 2, 2005, we acquired the operations of Town & Country Homes, a privately held homebuilder and land developer headquartered in Lombard, Illinois, which occurred concurrently with our entering into a joint venture agreement with affiliates of Blackstone Real Estate Advisors in New York to own and develop Town & Country's existing residential communities. The joint venture is being accounted for under the equity method. Town & Country Homes' operations beyond the existing owned and optioned communities, as of the acquisition date, are wholly owned and included in our consolidated financial statements.

The Town & Country acquisition provides us with a strong initial position in the greater Chicago market, and expands our operations into the Florida markets of West Palm Beach, Boca Raton and Fort Lauderdale and bolsters our current presence in Minneapolis/St. Paul. Town & Country designs, markets and sells a diversified product portfolio in each of its markets, including single family homes and attached townhomes, as well as mid-rise condominiums in Florida. Town & Country serves a broad customer base including first-time, move-up and luxury homebuyers.

On August 3, 2005, we acquired substantially all of the homebuilding assets of Oster Homes, a privately held Ohio homebuilder, headquartered in Lorain, Ohio. The acquisition provides Hovnanian with a complementary presence to its Ohio "build-on-your-own-lot" homebuilding operations. Oster Homes builds in Lorain County in Northeast Ohio, just west of Cleveland. Oster Homes designs, markets and sells single family homes, with a focus on first-time and move-up homebuyers. Additionally, Oster Homes utilizes a design center to market extensive pre-prices, options and upgrades.

On August 8, 2005, we acquired substantially all of the assets of First Home Builders of Florida, a privately held homebuilder and provider of related financial services headquartered in Cape Coral, Florida. First Home Builders is a leading builder in Western Florida and ranked first in the greater Fort Myers-Cape Coral market. First Home Builders of Florida designs, markets and sells single family homes, with a focus on the first-time home buying segment. The company also provides mortgage financing, title and settlement services to its homebuyers.

Both the First Home Builders of Florida and the Oster Homes acquisitions were accounted for as purchases with the results of their operations included in our consolidated financial statements as of the dates of the acquisitions.

All fiscal 2005 acquisitions provide for other payments to be made, generally dependant upon achievement of certain future operating and return objectives.

Transactions with Related Parties

In December 2005, we entered into an agreement to purchase land in New Jersey from an entity that is owned by family relatives of our Chairman of the Board and our Chief Executive Officer at a base price of $25 million. The land will be acquired in four phases over a period of 30 months from the date of acquisition of the first phase. The purchase prices for phases two through four are subject to an increase in the purchase price for the phase of not less than 6% per annum and not more than 8% per annum from the date of the closing of the first phase based on an identified prime rate. As of the end of the first quarter of 2006, no land has been acquired. A deposit in the amount of $500,000, however, has been made by the Company. Neither the Company nor the Chairman of the Board or the Chief Executive Officer has a financial interest in the relatives' company from whom the land will be purchased.

Pursuant to the Board of Director requirements, prior to the agreement being finalized, an independent appraisal of the property being purchased was performed. Upon review of the appraisal by the independent members of the Board of Directors the transaction was approved.

Safe Harbor Statement

All statements in this Form 10-Q/A that are not historical facts should be considered as "Forward-Looking Statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements involve known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Although we believe that our plans, intentions and expectations reflected in, or suggested by such forward-looking statements are reasonable, we can give no assurance that such plans, intentions, or expectations will be achieved. Such risks, uncertainties and other factors include, but are not limited to:

- Changes in general and local economic and business conditions;
- Adverse weather conditions and natural disasters;
- Changes in market conditions;
- Changes in home prices and sales activity in the markets where the Company builds homes;
- Government regulation, including regulations concerning development of land, the home building, sales and customer financing processes, and the environment;
- Fluctuations in interest rates and the availability of mortgage financing;
- Shortages in, and price fluctuations of, raw materials and labor;
- The availability and cost of suitable land and improved lots;
- Levels of competition;
- Availability of financing to the Company;
- Utility shortages and outages or rate fluctuations; and
- Geopolitical risks, terrorist acts and other acts of war.

Certain risks, uncertainties, and other factors are described in detail in Item 1 and 2 "Business and Properties" in our Form 10-K/A for the year ended October 31, 2005.

Item 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK.

The primary market risk facing us is interest rate risk on our long-term debt. In connection with our mortgage operations, mortgage loans held for sale and the associated mortgage warehouse line of credit are subject to interest rate risk; however, such obligations reprice frequently and are short-term in duration. In addition, we hedge the interest rate risk on mortgage loans by obtaining forward commitments from private investors. Accordingly, the risk from mortgage loans is not material. We do not hedge interest rate risk other than on mortgage loans using financial instruments. We are also subject to foreign currency risk but this risk is not material. The following table sets forth as of January 31, 2006, our long term debt obligations, principal cash flows by scheduled maturity, weighted average interest rates and estimated fair market value ("FMV").

	As of January 31, 2006							
	Expected Maturity Date							
	2006	2007	2008	2009	2010	Thereafter	Total	FMV @ 1/31/06

(Dollars in Thousands)

Long Term Debt(1):								
Fixed Rate....	$37,686	$140,915	$ 711	$ 760	$100,813	$1,286,230	$1,567,115	$1,535,245
Average interest rate	6.10%	10.48%	6.69%	6.71%	6.01%	6.93%	7.17%	-

(1) Does not include bonds collateralized by mortgages receivable or the warehouse line of credit.

In addition, we have reassessed the market risk for our variable rate debt, which is based upon a margin plus at our option either (1) a base rate determined by reference to the higher of (a) a PNC Bank, National Association's prime rate and (b) the federal funds rate plus 1/2% or (2) a LIBOR-based rate for a one, two, three, or six month interest period as selected by us, and we believe that a one percent increase in this rate would have an approximate $0.3 million increase in interest expense for the three months ended January 31, 2006, assuming an average of $113.1 million of variable rate debt outstanding from November 1, 2005 to January 31, 2006.

Item 4. CONTROLS AND PROCEDURES

The Company maintains disclosure controls and procedures that are designed to ensure that information required to be disclosed in the Company's reports under the Securities Exchange Act of 1934 is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms, and that such information is accumulated and communicated to the Company's management, including its chief executive officer and chief financial officer, as appropriate, to allow timely decisions regarding required disclosures. Any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives. The Company's management, with the participation of the Company's chief executive officer and chief financial officer, has evaluated the effectiveness of the design and operation of the Company's disclosure controls and procedures as of January 31, 2006. Based upon that evaluation and subject to the foregoing, the Company's chief executive officer and chief financial officer concluded that the design and operation of the Company's disclosure controls and procedures are effective to accomplish their objectives.

In addition, there was no change in the Company's internal control over financial reporting that occurred during the quarter ended January 31, 2006 that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

As described in Note 3 to our condensed consolidated financial statements, we have restated Note 3 to the condensed consolidated financial statements included in the Report to revise our segment disclosures to show six reportable homebuilding segments, rather than treating our homebuilding business as a single national reportable segment. The treatment of our homebuilding business as a single, national, reportable segment was in accordance with the practice followed by substantially all the large, geographically diverse homebuilders that file reports with the SEC. The restatement represents a change in judgment as to the application of Statement of Financial Accounting Standards No. 131 ("SFAS 131"). The restatement has no impact on our previously reported consolidated financial position, results of operations or cash flows for any of the periods presented. Our Company management, with the participation of the Company's chief executive officer and chief financial officer, has re-evaluated the effectiveness of the design and operation of the Company's disclosure controls and procedures as of January 31, 2006, to determine whether the restatement changes their prior conclusion. Subject to the foregoing, and based upon that re-evaluation, the Company's chief executive officer and chief financial officer have determined that it does not change their conclusions that, as of January 31, 2006, the design and operation of the Company's disclosure controls and procedures were effective to accomplish their objectives.

We had previously included in the description of our business and in our Management's Discussion and Analysis of Financial Condition and Results of Operations some information, which is not subject to SFAS 131, on the basis of purely geographic regions, without taking account of other factors that affect what are appropriate reportable segments under SFAS 131. We are now presenting that information on the basis of the same regions we are using to report segment information, so that all regional information in our reports will be presented on the basis of the same regions. However, we are doing that for the purpose of consistency, not because our management has concluded that presenting information on the prior basis was not appropriate. Therefore, our management does not believe the fact that we have changed the basis on which we are presenting information that is not subject to SFAS 131 indicates that our disclosure controls and procedures were not effective to ensure that the information required to be disclosed in the Company's reports under the Securities Exchange Act of 1934 is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms.

PART II. Other Information

Item 1. Legal Proceedings

We are involved in litigation arising in the ordinary course of business, none of which is expected to have a material adverse effect on our financial position or results of operations and we are subject to extensive and complex regulations that affect the development and home building, sales and customer financing processes, including zoning, density, building standards and mortgage financing. These regulations often provide broad discretion to the administering governmental authorities. This can delay or increase the cost of development or homebuilding.

We also are subject to a variety of local, state, federal and foreign laws and regulations concerning protection of health and the environment. The particular environmental laws which apply to any given community vary greatly according to the community site, the site's environmental conditions and the present and former uses of the site. These environmental laws may result in delays, may cause us to incur substantial compliance, remediation, and/or other costs, and can prohibit or severely restrict development and homebuilding activity in certain environmentally sensitive regions or areas.

In March 2005, we received two requests for information pursuant to Section 308 of the Clean Water Act from Region 3 of the Environmental Protection Agency (the "EPA"). These requests sought information concerning storm water discharge practices in connection with completed, ongoing and planned homebuilding projects by subsidiaries in the states and district that comprise EPA Region 3. We also received a notice of violations for one project in Pennsylvania and requests for sampling plan implementation in two projects in Pennsylvania. The amount requested by the EPA to settle the asserted violations at the one project was not material. We provided the EPA with information in response to its requests. We have since been advised by the Department of Justice ("DOJ") that it will be involved in the review of our storm water discharge practices. We cannot predict the outcome of the review of these practices or estimate the costs that may be involved in resolving the matter. To the extent that the EPA or the DOJ asserts violations of regulatory requirements and request injunctive relief or penalties, we will defend and attempt to resolve such asserted violations.

In addition, in November 2005, we received two notices from the California Regional Water Quality Control Board alleging violations of certain storm water discharge rules and assessing an administrative civil liability of $0.2 million and $0.3 million. We do not consider these assessments to be material and are considering our response to the notices.

It can be anticipated that increasingly stringent requirements will be imposed on developers and homebuilders in the future. Although we cannot predict the effect of these requirements, they could result in time-consuming and expensive compliance programs and in substantial expenditures, which could cause delays and increase our cost of operations. In addition, the continued effectiveness of permits already granted or approvals already obtained is dependent upon many factors, some of which are beyond our control, such as changes in policies, rules and regulations and their interpretations and application.

Our sales and customer financing processes are subject to the jurisdiction of the U. S. Department of Housing and Urban Development ("HUD"). In connection with the Real Estate Settlement Procedures Act, HUD recently inquired about our process of referring business to our affiliated mortgage company and has separately requested documents related to customer financing. We have responded to HUD's inquiries. In connection with these inquiries, the Inspector General of HUD has recommended to the Secretary of HUD that we indemnify HUD for any losses that it may sustain in connection with nine loans that it alleges were improperly underwritten. We cannot predict the outcome of HUD's inquiry or estimate the costs that may be involved in resolving the matter. We do not expect the ultimate cost to be material.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

This table provides information with respect to purchases of shares of our Class A Common Stock made by or on behalf of Hovnanian Enterprises or any affiliated purchaser during the fiscal first quarter of 2006.

Issuer Purchases of Equity Securities (1)

Period	Total Number of Shares Purchased	Average Price Paid Per Share	Total Number Of Shares Purchased as Part of Publicly Announced Plans or Programs	Maximum Number of Shares That May Yet Be Purchased Under The Plans or Programs
November 1, 2005 Through November 30, 2005				1,487,668
December 1, 2005 Through December 31, 2005	150,000	$48.64	150,000	1,337,668
January 1, 2006				

Through January 31, 2006				1,337,668
Total	150,000	$48.64	150,000	

(1) In July 2001, our Board of Directors authorized a stock repurchase program to purchase up to 4 million shares of Class A Common Stock.

No shares of our Class B Common Stock or of our 7.625% Series A Preferred Stock were purchased by or on behalf of Hovnanian Enterprises or any affiliated purchaser during the fiscal first quarter of 2006.

Item 6. Exhibits

Exhibit 3(a) Certificate of Incorporation of the Registrant. (1)

Exhibit 3(b) Certificate of Amendment of Certificate of Incorporation of the Registrant. (2)

Exhibit 3(c) Certificate of Amendment of Certificate of Incorporation of the Registrant. (3)

Exhibit 3(d) Restated Bylaws of the Registrant. (4)

Exhibit 4(a) Indenture, dated as of November 3, 2003, among K. Hovnanian Enterprises, Inc., Hovnanian Enterprises, Inc. and Wachovia Bank, National Association, as Trustee. (5)

Exhibit 4(b) First Supplemental Indenture, dated as of November 3, 2003, among K. Hovnanian Enterprises, Inc., Hovnanian Enterprises, Inc., the other Guarantors named therein and Wachovia Bank, National Association, as Trustee. (6)

Exhibit 4(c) Second Supplemental Indenture, dated as of March 18, 2004, among K. Hovnanian Enterprises, Inc., Hovnanian Enterprises, Inc., the other Guarantors named therein and Wachovia Bank, National Association, as Trustee. (7)

Exhibit 4(d) Third Supplemental Indenture, dated as of July 15, 2004, among K. Hovnanian Enterprises, Inc., Hovnanian Enterprises, Inc., the other Guarantors named therein and Wachovia Bank, National Association, as Trustee. (7)

Exhibit 4(e) Fourth Supplemental Indenture, dated as of April 19, 2005, among K. Hovnanian Enterprises, Inc., Hovnanian Enterprises, Inc., the other Guarantors named therein and Wachovia Bank, National Association, as Trustee. (7)

Exhibit 4(f) Fifth Supplemental Indenture, dated as of September 6, 2005, among K. Hovnanian Enterprises, Inc., Hovnanian Enterprises, Inc., the other Guarantors named therein and Wachovia Bank, National Association, as Trustee. (7)

Exhibit 4(g) Sixth Supplemental Indenture, dated as of February 27, 2006, among K. Hovnanian Enterprises, Inc., Hovnanian Enterprises, Inc., the other Guarantors named therein and Wachovia Bank, National Association, as Trustee, relating to the 7 1/2% Senior Notes due 2016 (including form of 7 1/2% Senior Notes due 2016). (8)

Exhibit 4(h) Certificate of Designations, Powers, Preferences and Rights of the 7.625% Series A Preferred Stock of Hovnanian Enterprises, Inc., dated July 12, 2005.(9)

Exhibit 10(a) Fifth Amended and Restated Credit Agreement dated June 14, 2005. (10)

Exhibit 10(b) Amended and Restated Guaranty and Suretyship Agreement, dated June 14, 2005. (10)

Exhibit 10(c) Death and Disability Agreement between the Registrant and Ara K. Hovnanian.

Exhibit 10(d) Form of Hovnanian Deferred Share Policy for Senior Executives.

Exhibit 10(e) Form of Hovnanian Deferred Share Policy.

Exhibit 10(f) Form of Non-Qualified Stock Option Agreement.

Exhibit 10(g) Form of Incentive Stock Option Agreement.

Exhibit 10(h) Form of Stock Option Agreement for Directors.

Exhibit 10(i) Form of Restricted Share Unit Agreement.

Exhibit 31(a) Rule 13a-14(a)/15d-14(a) Certification of Chief Executive Officer.

Exhibit 31(b) Rule 13a-14(a)/15d-14(a) Certification of Chief Financial Officer.

Exhibit 32(a) Section 1350 Certification of Chief Executive Officer.

Exhibit 32(b) Section 1350 Certification of Chief Financial Officer.

(1) Incorporated by reference to Exhibits to Registration Statement (No. 2-85198) on Form S-1 of the Registrant.

(2) Incorporated by reference to Exhibit 4.2 to Registration Statement (No. 333-106761) on Form S-3 of the Registrant.

(3) Incorporated by reference to Exhibits to Quarterly Report on Form 10-Q of the Registrant for the quarter ended January 31, 2004.

(4) Incorporated by reference to Exhibit 3.2 to Registration Statement (No. 1-08551) on Form 8-A of the Registrant.

(5) Incorporated by reference to Exhibits to Registration Statement (No. 333-125738) on Form S-3 of the Registrant.

(6) Incorporated by reference to Exhibits to Current Report of the Registrant on Form 8-K on November 7, 2003.

(7) Incorporated by reference to Exhibits to Registration Statement (No. 333-131982) on Form S-3 of the Registrant.

(8) Incorporated by reference to Exhibits to Current Report of the Registrant on Form 8-K filed on February 27, 2006.

(9) Incorporated by reference to Exhibits to Current Report on Form 8-K of the Registrant, filed on July 13, 2005.

(10) Incorporated by reference to Exhibits to Registration Statement (No. 333-127806) on Form S-4 of the Registrant.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of l934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

HOVNANIAN ENTERPRISES, INC.
(Registrant)

DATE: December 20, 2006

/S/J. LARRY SORSBY
J. Larry Sorsby,
Executive Vice President and
Chief Financial Officer

CERTIFICATIONS
Exhibit 31(a)

I, Ara K. Hovnanian, President and Chief Executive Officer of Hovnanian Enterprises, Inc., certify that:

1. I have reviewed this quarterly report on Form 10-Q/A of Hovnanian Enterprises, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: December 20, 2006

/S/ARA K. HOVNANIAN
Ara K. Hovnanian
President and Chief Executive Officer

CERTIFICATIONS
Exhibit 31(b)

I, J. Larry Sorsby, Executive Vice President and Chief Financial Officer of Hovnanian Enterprises, Inc., certify that:

1. I have reviewed this quarterly report on Form 10-Q/A of Hovnanian Enterprises, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: December 20, 2006

/S/J. LARRY SORSBY
J. Larry Sorsby
Executive Vice President and Chief Financial Officer

Exhibit 32(a)

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Hovnanian Enterprises, Inc. (the "Company") on Form 10-Q/A for the period ended January 31, 2006 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Ara K. Hovnanian, President and Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: December 20, 2006

/S/ARA K. HOVNANIAN
Ara K. Hovnanian
President and Chief Executive Officer

Exhibit 32(b)

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Hovnanian Enterprises, Inc. (the "Company") on Form 10-Q/A for the period ended January 31, 2006 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, J. Larry Sorsby, Executive Vice President and Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: December 20, 2006

/S/J. LARRY SORSBY
J. Larry Sorsby
Executive Vice President and Chief Financial Officer