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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average b	urden									

Estimated average burden	
hours per response:	0.5

1. Name and Address of Reporting Person [*] PAULS DOUGLAS J (Last) (First) (Middle) C/O BANKUNITED, INC. 14817 OAK LANE			2. Issuer Name and Ticker or Trading Symbol <u>BankUnited, Inc.</u> [BKU] 3. Date of Earliest Transaction (Month/Day/Year) 12/14/2012		tionship of Reporting Perso all applicable) Director Officer (give title below) Chief Financial C	10% Owner Other (specify below)
(Street) MIAMI LAKES (City)	FL 33016 (State) (Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Filing (Form filed by One Repor Form filed by More than (Person	ting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date,		action (Instr.	4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock, par value \$0.01 per share	12/14/2012		G ⁽¹⁾		7,000	D	\$0.00	64,921 ⁽²⁾	D	
Common Stock, par value \$0.01 per share	12/17/2012		s		9,683 ⁽³⁾	D	\$23.0517 ⁽⁴⁾	55,238 ⁽²⁾	D	
Common Stock, par value \$0.01 per share	12/18/2012		s		16,308 ⁽³⁾	D	\$23.0844 ⁽⁵⁾	38,930 ⁽²⁾	D	
Common Stock, par value \$0.01 per share								30,000	I	See Footnote ⁽⁶⁾

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

 a. 3. Transaction
 3A. Deemed
 4. Transaction
 5. Number
 6. Date Exercisable and Execution Date
 7. Title and Amount of
 8. Price of Derivative
 9. Number of derivative
 10. Ow

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D)	rivative (Month/Day/Year) curities quired) or sposed (D) str. 3, 4		ate	7. Title Amour Securi Underl Deriva Securi and 4)	nt of ties ying tive ty (Instr. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v			Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. This transaction is filed to reflect the donation by the reporting person of 7,000 shares of BankUnited, Inc.'s common stock to the Pauls Family Foundation, a charitable trust of which the reporting person is co-trustee.

2. Includes 38,635 shares of restricted common stock. In connection with the reorganization transactions described in the BankUnited, Inc. Registration Statement on Form S-1 (File No. 333-170203), these shares vested on September 1, 2012.

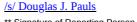
3. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan established by the reporting person on November 30, 2012.

4. This price represents the weighted average sale price of trades transacted at a multitude of prices ranging from \$23.00 to \$23.10. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the shares sold at each separate price.

5. This price represents the weighted average sale price of trades transacted at a multitude of prices ranging from \$23.0398 to \$23.15. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the shares sold at each separate price.

6. Shares held by the Pauls Family Foundation, for which Mr. Pauls serves as a co-trustee. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of these shares for Section 16 or for any other purpose.

Remarks:



** Signature of Reporting Person

n Date

12/18/2012

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

 * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.