

**INSTRUCTIONS FOR USE OF BANKATLANTIC BANCORP, INC.
SUBSCRIPTION RIGHTS CERTIFICATES**

**CONSULT GEORGESON, INC. OR YOUR BANK OR BROKER
AS TO ANY QUESTIONS**

The following instructions relate to a rights offering (the "Rights Offering") by BankAtlantic Bancorp, Inc., a Florida corporation (the "Company"), to the holders of its Class A Common Stock, par value \$0.01 per share ("Class A Common Stock"), and Class B Common Stock, par value \$0.01 per share ("Class B Common Stock," and together with Class A Common Stock, "Common Stock"), as described in the Company's prospectus dated July 8, 2008, and accompanying prospectus supplement, dated August 28, 2009 (collectively, the "Prospectus"). Holders of record of Common Stock at the close of business on August 24, 2009 (the "Record Date") will receive 4.441 subscription rights for each share of Common Stock held by them as of the close of business on the Record Date. Subscription rights exercisable to purchase up to an aggregate of 50,000,000 shares of Class A Common Stock are being distributed in connection with the Rights Offering.

Each whole subscription right is exercisable, upon payment of \$2.00 (the "Subscription Price"), to purchase one share of Class A Common Stock (the "Subscription Right"). No fractional subscription rights or cash in lieu thereof will be issued or paid. The total number of subscription rights issued to each shareholder will be rounded up to the next largest whole number.

The subscription rights will expire at 5:00 p.m., New York City time, on September 29, 2009 (unless extended in the sole discretion of the Company)(as it may be extended, the "Expiration Date").

The number of subscription rights to which you are entitled is printed on page 1 of your subscription rights certificate. You should indicate your wishes with regard to the exercise of your subscription rights by completing the appropriate sections of your subscription rights certificate and returning the subscription rights certificate to the Subscription Agent in the envelope provided.

COMPUTERSHARE TRUST COMPANY, N.A., THE SUBSCRIPTION AGENT, MUST RECEIVE YOUR COMPLETED SUBSCRIPTION CERTIFICATE OR YOUR NOTICE OF GUARANTEED DELIVERY ON OR BEFORE THE EXPIRATION DATE. IN ADDITION, THE SUBSCRIPTION AGENT MUST RECEIVE PAYMENT OF THE SUBSCRIPTION PRICE, INCLUDING FINAL CLEARANCE OF ANY CHECKS, FOR ALL SUBSCRIPTION RIGHTS EXERCISED ON OR BEFORE THE EXPIRATION DATE.

1. *Subscription Rights.* To exercise subscription rights, properly complete and execute your subscription rights certificate and send it, together with payment in full of the subscription price for each share of Class A Common Stock subscribed for pursuant to the Subscription Rights, to Computershare Trust Company, N.A. Delivery of the subscription rights certificate must be made by mail, express mail or overnight courier. **FACSIMILE DELIVERY OF THE SUBSCRIPTION RIGHTS CERTIFICATE WILL NOT BE ACCEPTED AND WILL NOT CONSTITUTE VALID DELIVERY.** All payments must be made in United States dollars by (a) check or bank draft (cashier's check) drawn on a U.S. bank or money order payable to "Computershare Trust Company, N.A. acting as Subscription Agent for BankAtlantic Bancorp, Inc." or (b) wire transfer of immediately available funds to the account maintained by the Subscription Agent for such purpose specified in the subscription rights certificate. The Subscription Price will be deemed to have been received by the Subscription Agent under the conditions described in the paragraph below entitled "Acceptance of Payments."

Nominee Holders. Banks, brokers, trusts, depositaries or other nominee holders of the subscription rights who exercise the subscription rights on behalf of beneficial owners of subscription rights will be required to certify to the Subscription Agent and the Company, on a Nominee Holder Certification Form, as to the aggregate number of subscription rights that have been exercised by each beneficial owner of subscription rights on whose behalf such nominee holder is acting.

Acceptance of Payments. Payments will be deemed to have been received by the Subscription Agent only upon (a) the clearance of any uncertified check, (b) the receipt by the Subscription Agent of any certified check or bank draft (cashier's check) drawn on a U.S. bank or money order or (c) immediately available funds transferred through a wire transfer. **IF PAYING BY UNCERTIFIED PERSONAL CHECK, PLEASE NOTE THAT THE FUNDS PAID THEREBY MAY TAKE AT LEAST FIVE BUSINESS DAYS TO CLEAR FOLLOWING RECEIPT BY THE SUBSCRIPTION**

AGENT. ACCORDINGLY, HOLDERS OF SUBSCRIPTION RIGHTS WHO WISH TO PAY THE SUBSCRIPTION PRICE BY MEANS OF UNCERTIFIED PERSONAL CHECKS ARE URGED TO MAKE PAYMENT SUFFICIENTLY IN ADVANCE OF THE EXPIRATION DATE TO ENSURE THAT THE SUBSCRIPTION AGENT RECEIVES CLEARED PAYMENT BY SUCH DATE. YOU ARE URGED TO CONSIDER PAYMENT BY MEANS OF A CERTIFIED CHECK, BANK DRAFT (CASHIER'S CHECK) OR MONEY ORDER.

Procedures for Guaranteed Delivery of a Subscription Certificate. If you are unable to deliver a properly completed subscription rights certificate to the Subscription Agent on or before the Expiration Date, you may cause a written guarantee of delivery substantially in the form available from the Subscription Agent (the "Notice of Guaranteed Delivery"), from a commercial bank, trust company, securities broker or dealer, credit union, savings association or other eligible guarantor institution which is a member of or a participant in a signature guarantee program acceptable to the Subscription Agent, to be received by the Subscription Agent on or prior to the Expiration Date together with payment in full of the applicable Subscription Price. Such Notice of Guaranteed Delivery must state your name, the number of subscription rights represented by your subscription rights certificate and the number of subscription rights being exercised pursuant to the Subscription Rights. A Notice of Guaranteed Delivery will guarantee the delivery of your properly completed and executed subscription rights certificate within three (3) business days following the date of the execution of the Notice of Guaranteed Delivery. If this procedure is followed, the Subscription Agent must receive your subscription rights certificate within three (3) business days of the date of execution of the Notice of Guaranteed Delivery. Additional copies of the Notice of Guaranteed Delivery may be obtained upon request from the Information Agent at the address, or by calling the telephone number, indicated below.

Banks, brokers and other nominee holders of subscription rights who exercise subscription rights on behalf of beneficial owners of subscription rights will be required to certify to the Subscription Agent and to the Company as to the aggregate number of the Subscription Rights that have been exercised by each beneficial owner of subscription rights on whose behalf such nominee holder is acting, by each beneficial owner of subscription rights (including such nominee itself) on whose behalf such nominee holder is acting.

Contacting the Subscription Agent and Information Agent. The Subscription Agent for the Rights Offering is Computershare Trust Company, N.A. You may contact the Subscription Agent at the addresses and telephone and facsimile numbers as follows:

By Mail:

Computershare
c/o Voluntary Corporate Actions
P.O. Box 43011
Providence, RI 02940-3011

By Express Mail or Overnight Courier:

Computershare
c/o Voluntary Corporate Actions
Suite V, 250 Royall Street
Canton, MA 02021

By Facsimile Transmission:

(617) 360-6810
Confirm by telephone to:
(781) 575-2332

The Information Agent for the Rights Offering is Georgeson Inc. The address and telephone numbers of the Information Agent for inquiries, information or requests for additional documentation are as follows:

Georgeson Inc.
199 Water Street, 26th Floor
New York, NY 10038
Shareholders: 888-219-8320
Banks and Brokers: 212-440-9800

Partial Exercises; Effect of Over- and Underpayments. If you exercise less than all of the subscription rights evidenced by your subscription rights certificate, the Subscription Agent will issue to you a new subscription rights certificate evidencing the unexercised subscription rights upon your request. However, if you choose to have a new subscription rights certificate sent to you, you may not receive any such new subscription rights certificate in sufficient time to permit exercise of the subscription rights evidenced thereby.

If you have not indicated the number of subscription rights being exercised, or if you do not deliver the dollar amount sufficient to purchase the number of shares subscribed for, you will be deemed to have exercised the subscription rights with respect to the maximum number of whole subscription rights which may be exercised for the Subscription Price payment you deliver.

Sale or Transfer of Rights. The subscription rights are not transferable in any way, except to affiliates of the recipient and except by operation of law. Evidence satisfactory to the Company that any such permitted transfer is proper must be delivered by mail, express mail or overnight courier or by hand to the Subscription Agent at the address specified in these instructions prior to the Expiration Date.

2. *Delivery of Stock Certificates.* The following deliveries and payments will be made to the address shown on the face of your subscription rights certificate, unless you provide instructions to the contrary in your subscription rights certificate.

(a) *Subscription Rights.* As soon as practicable after the Expiration Date and the valid exercise of subscription rights, the Subscription Agent will mail to each exercising subscription rights holder certificates representing shares of Class A Common Stock purchased pursuant to the Subscription Rights.

(b) *Excess Cash Payments.* As soon as practicable after the Expiration Date and after all prorations and adjustments contemplated by the terms of the Rights Offering have been effected, the Subscription Agent will mail to each subscription rights holder any excess amount, without interest or deduction, received in payment of the Subscription Price.

3. *To Have a Subscription Certificate Divided into Smaller Denominations.* To have a subscription rights certificate divided into certificates for smaller numbers of subscription rights, send your subscription rights certificate, together with complete instructions (including specification of the whole number of subscription rights you wish to be evidenced by each new subscription rights certificate) signed by you, to the Subscription Agent, allowing a sufficient amount of time for new subscription rights certificates to be issued and returned so that they can be used prior to the Expiration Date. Alternatively, you may ask a bank or broker to effect such actions on your behalf. As a result of delays in the mail, the time of the transmittal, the necessary processing time and other factors, you may not receive such new subscription rights certificates in time to enable you to complete an exercise by the Expiration Date. Neither the Company nor the Subscription Agent will be liable to you for any such delays.

4. *Execution.*

(a) *Execution by Registered Holder.* The signature on the subscription rights certificate must correspond with the name of the registered holder exactly as it appears on the face of the subscription rights certificate without any alteration or change whatsoever. Persons who sign the subscription rights certificate in a representative or other fiduciary capacity must indicate their capacity when signing and, unless waived by the Subscription Agent in its sole and absolute discretion, must present to the Subscription Agent satisfactory evidence of their authority so to act.

(b) *Execution by Person Other than the Registered Holder.* If the subscription rights certificate is executed by a person other than the holder named on the face of the subscription rights certificate, proper evidence of authority of the

person executing the subscription rights certificate must accompany the same unless the Subscription Agent, in its discretion, dispenses with proof of authority.

(c) *Signature Guarantees.* Your signature must be guaranteed by an Eligible Guarantor Institution as defined in Rule 17Ad-15 of the Securities Exchange Act of 1934, as amended, if you specify special issuance or delivery instructions.

5. *Method of Delivery.* The method of delivery of subscription rights certificates and the payment of the Subscription Price to the Subscription Agent will be at the election and risk of the subscription rights holder. If sent by mail, it is recommended that they be sent by registered mail, properly insured, with return receipt requested, and that a sufficient number of days be allowed to ensure delivery to the Subscription Agent prior to the Expiration Date.

6. *Special Provisions Relating to the Delivery of Subscription Rights through Depository Facility Participants.* In the case of holders of subscription rights that are held of record through The Depository Trust Company (“DTC”), exercises of the subscription rights may be effected by instructing DTC to transfer subscription rights from the DTC account of such holder to the DTC account of the Subscription Agent, together with payment of the Subscription Price for each share of Class A Common Stock subscribed for pursuant to the subscription rights.

NOTICE OF GUARANTEED DELIVERY
for
SUBSCRIPTION RIGHTS CERTIFICATES
Issued by
BANKATLANTIC BANCORP, INC.

This form, or one substantially equivalent to this form, must be used to exercise the subscription rights (the "Subscription Rights") pursuant to the rights offering described in the prospectus, dated July 8, 2008, and accompanying prospectus supplement, dated August 28, 2009 (collectively, the "Prospectus"), of BankAtlantic Bancorp, Inc., a Florida corporation (the "Company"), if a holder of Subscription Rights cannot deliver the certificate evidencing such Subscription Rights (the "Subscription Certificate(s)") and/or full payment for the shares of the Company's Class A Common Stock subscribed for upon exercise of the Subscription Rights to the Subscription Agent at or prior to 5:00 p.m., New York City time, on September 29, 2009 (unless extended in the sole discretion of the Company) (as it may be extended, the "Expiration Date").

The Notice of Guaranteed Delivery must be sent by mail, express mail, overnight courier or facsimile transmission to the Subscription Agent, and must be received by the Subscription Agent on or prior to the Expiration Date. See "The Rights Offering — Guaranteed Delivery Procedures" in the Prospectus. The Subscription Certificate evidencing the Subscription Rights subscribed for upon exercise of the Subscription Rights must be received by the Subscription Agent at or before 5:00 p.m., New York City time, on the date that is three (3) business days after the Expiration Date. Failure to timely send such subscription certificates and payment will result in liability of the firm guarantying delivery for the full amount subject to this guarantee.

The Subscription Agent is:
Computershare Trust Company, N.A.

By Mail:
Computershare
c/o Voluntary Corporate Actions
P.O. Box 43011
Providence, RI 02940-3011

By Express Mail or Overnight Courier:
Computershare
c/o Voluntary Corporate Actions
Suite V, 250 Royall Street
Canton, MA 02021

By Facsimile Transmission:
(617) 360-6810
Confirm by telephone to:
(781) 575-2332

Delivery of this instrument to an address other than as set forth above or transmission of instructions via a facsimile other than as set forth above does not constitute a valid delivery.

This form is not to be used to guarantee signatures. If a signature on a Subscription Certificate is required to be guaranteed by an Eligible Guarantor Institution, as defined in Rule 17Ad-15 of the Securities Exchange Act of 1934, as amended, due to special issuance instructions, such signature guarantee must appear in the applicable space provided in the signature box of the Subscription Certificate.

THE GUARANTEE SET FORTH BELOW MUST BE COMPLETED

GUARANTEE OF DELIVERY

(not to be used for Subscription Certificate signature guarantee)

The undersigned, a member firm of a registered national securities exchange or member of the National Association of Securities Dealers, Inc., commercial bank or trust company having an office or correspondent in the United States, or other eligible guarantor institution which is a member of or a participant in a signature guarantee program acceptable to the Subscription Agent, hereby guarantees that the undersigned will deliver to the Subscription Agent the Subscription Certificate(s) representing the Subscription Rights being exercised hereby with any required signature guarantees and any other required documents, at or before 5:00 p.m. New York City time, on the date that is three (3) business days after the Expiration Date.

_____	_____
Name of Firm	Authorized Signature
_____	_____
Address	Name
_____	_____
City, State, Zip Code	Title
_____	_____
Area Code and Telephone Number	

Date: _____

The institution which completes this form must communicate the guarantee to the Subscription Agent and must deliver the Subscription Certificate(s) and full payment for the shares of the Company's Class A Common Stock subscribed for upon exercise of the Subscription Rights to the Subscription Agent within the time period described above. Failure to do so could result in a financial loss to such institution.

BANKATLANTIC BANCORP, INC.
2100 West Cypress Creek Road
Fort Lauderdale, Florida 33309

August 28, 2009

Dear Shareholder:

Enclosed are the prospectus and other materials relating to the rights offering by BankAtlantic Bancorp, Inc. (the "Company"). Please carefully review the prospectus, which describes how you can participate in the rights offering. You will be able to exercise your subscription rights to purchase additional shares of the Company's Class A Common Stock only during a limited period. You will find answers to some frequently asked questions about the rights offering beginning on page S-1 of the prospectus. You should also refer to the detailed Instructions for Use of BankAtlantic Bancorp, Inc. Subscription Rights Certificates, included with this letter. The exercise of subscription rights is irrevocable.

SUMMARY OF THE TERMS OF THE RIGHTS OFFERING.

- You will receive 4.441 subscription rights for each share of the Company's Class A Common Stock or Class B Common Stock you owned of record at the close of business on August 24, 2009. You will not receive any fractional rights, instead fractional subscription rights will be rounded up to the next largest whole number. Each whole subscription right entitles you to purchase one share of the Company's Class A Common Stock at the subscription price of \$2.00 per share. For example, if you owned 100 shares of the Company's Class A Common Stock and 100 shares of the Company's Class B Common Stock at the close of business on August 24, 2009, you will receive 889 subscription rights.
- The rights offering expires at 5:00 p.m., New York City time, on September 29, 2009, unless extended in the sole discretion of the Company. If you do not exercise your subscription rights before that time, they will expire and will not be exercisable for shares of the Company's Class A Common Stock.
- Once you elect to exercise your subscription rights, you cannot change your mind and revoke your election.

If you do not exercise your subscription rights, your ownership in BankAtlantic Bancorp, Inc. may be diluted. Please see page S-6 of the prospectus for a discussion of dilution and other risk factors.

If you have any questions concerning the rights offering, shareholders may contact Georgeson Inc. at (888) 219-8320, and banks and brokers may contact Georgeson Inc. at (212) 440-9800.

Sincerely,



Alan B. Levan
Chief Executive Officer and Chairman of the Board

**50,000,000 SHARES OF CLASS A COMMON STOCK OF
BANKATLANTIC BANCORP, INC.
ISSUABLE UPON EXERCISE OF SUBSCRIPTION RIGHTS**

**THE SUBSCRIPTION RIGHTS ARE EXERCISABLE UNTIL 5:00 P.M. NEW YORK
CITY TIME ON SEPTEMBER 29, 2009 UNLESS EXTENDED.**

AUGUST 28, 2009

To: Securities Dealers, Commercial Banks, Trust Companies, and Other Nominees

This letter is being distributed to securities dealers, commercial banks, trust companies and other nominees in connection with the offering by BankAtlantic Bancorp, Inc. (the "Company") of up to an aggregate of 50,000,000 shares of Class A Common Stock, par value \$0.01 per share ("Class A Common Stock"), of the Company at a subscription price of \$2.00 per share (the "Subscription Price"), pursuant to the exercise of subscription rights ("Subscription Rights") initially distributed to all holders of record of shares of Class A Common Stock and Class B Common Stock, par value \$0.01 per share ("Class B Common Stock," and collectively with Class A Common Stock, "Common Stock") of the Company, as of the close of business on August 24, 2009 (the "Record Date"). The Company distributed 4.441 Subscription Rights for each share of Common Stock outstanding on the Record Date. The Subscription Rights are described in the enclosed prospectus (the "Prospectus") and evidenced by a subscription rights certificate registered in your name or in the name of your nominee.

Each whole Subscription Right entitles the holder thereof to subscribe for one share of the Class A Common Stock at the Subscription Price.

We are asking you to contact your clients for whom you hold shares of Class A Common Stock registered in your name or in the name of your nominee to obtain instructions with respect to the Subscription Rights.

Enclosed are copies of the following documents for you to use:

1. The Prospectus;
2. The Instructions for Use of BankAtlantic Bancorp, Inc. Subscription Certificates;
3. The Notice of Guaranteed Delivery;
4. A form letter which may be sent to your clients for whose accounts you hold Class A Common Stock registered in your name or in the name of your nominee;
5. The Beneficial Owner Election Form, on which you may obtain your clients' instructions with regard to the Subscription Rights; and
6. The Nominee Holder Certification Form.

Your prompt action is requested. The Subscription Rights will expire at 5:00 P.M., New York City time, on September 29, 2009, unless extended in the sole discretion of the Company (as it may be extended, the "Expiration Date").

To exercise Subscription Rights, properly completed and executed subscription rights certificates and payment in full for all Subscription Rights exercised must be delivered to the Subscription Agent as indicated in the Prospectus prior to the Expiration Date, unless the guaranteed delivery procedures described in the Prospectus are followed in lieu of delivery of a Subscription Certificate prior to the Expiration Date.

Additional copies of the enclosed materials may be obtained by contacting Georgeson Inc. at (888) 219-8320 for shareholders and at (212) 440-9800 for banks and brokers.

Sincerely,

A handwritten signature in black ink, appearing to read 'Alan B. Levan', with a stylized flourish at the end.

Alan B. Levan
Chief Executive Officer and Chairman of the Board

NOTHING HEREIN OR IN THE ENCLOSED DOCUMENTS SHALL CONSTITUTE YOU OR ANY PERSON AS AN AGENT OF BANKATLANTIC BANCORP, INC., THE SUBSCRIPTION AGENT, THE INFORMATION AGENT OR ANY OTHER PERSON MAKING OR DEEMED TO BE MAKING OFFERS OF THE CLASS A COMMON STOCK ISSUABLE UPON VALID EXERCISE OF THE SUBSCRIPTION RIGHTS, OR AUTHORIZE YOU OR ANY OTHER PERSON TO MAKE ANY STATEMENTS ON BEHALF OF ANY OF THEM WITH RESPECT TO THE OFFERING EXCEPT FOR STATEMENTS MADE IN THE PROSPECTUS.

**50,000,000 SHARES OF CLASS A COMMON STOCK OF
BANKATLANTIC BANCORP, INC.
ISSUABLE UPON EXERCISE OF SUBSCRIPTION RIGHTS**

**THE SUBSCRIPTION RIGHTS ARE EXERCISABLE UNTIL 5:00 P.M. NEW YORK CITY
TIME ON SEPTEMBER 29, 2009 UNLESS EXTENDED.**

AUGUST 28, 2009

To Our Clients:

We are sending this letter to you because we hold shares of Class A Common Stock or Class B Common Stock of BankAtlantic Bancorp, Inc. (the "Company") for you. The Company has commenced an offering of up to an aggregate of 50,000,000 shares of its Class A Common Stock at a subscription price of \$2.00 per share, pursuant to the exercise of non-transferable subscription rights, distributed to all holders of record of shares of the Company's Class A Common Stock and Class B Common Stock as of the close of business on August 24, 2009. The subscription rights are described in the Company's prospectus, dated July 8, 2008, and accompanying prospectus supplement, dated August 28, 2009 (collectively, the "Prospectus") and evidenced by a subscription rights certificate registered in your name or in the name of your nominee.

The Company has distributed 4.441 subscription rights for each share of Class A Common Stock and Class B Common Stock outstanding on August 24, 2009. Shareholders will not receive any fractional rights, instead fractional subscription rights will be rounded up to the next largest whole number. Each whole subscription right entitles the holder to purchase one share of Class A Common Stock at the subscription price of \$2.00 per share (the "Subscription Right").

We are (or our nominee is) the holder of record of Class A Common Stock held by us for your account. We can exercise your subscription rights only if you instruct us to do so.

We request instructions as to whether you wish to have us exercise the subscription rights relating to the Class A Common Stock we hold on your behalf, upon the terms and conditions set forth in the Prospectus.

We have enclosed your copy of the following documents:

1. The Prospectus;
2. Instructions for Use of BankAtlantic Bancorp, Inc. Subscription Rights Certificates; and
3. The Beneficial Owner Election Form.

The subscription rights will expire if not exercised by 5:00 p.m., New York City time, on September 29, 2009 (unless extended in the sole discretion of the Company) (as it may be extended, the "Expiration Date"). Any subscription rights not exercised prior to the Expiration Date will be null and void. Any subscription for shares of Class A Common Stock in the rights offering made hereby is irrevocable.

The materials enclosed are being forwarded to you as the beneficial owner of Class A or Class B Common Stock carried by us in your account but not registered in your name. Exercises of subscription rights may be made only by us as the record owner and pursuant to your instructions. Accordingly, we request instructions as to whether you wish us to elect to subscribe for any shares of Class A Common Stock to which you are entitled pursuant to the terms and subject to the conditions set forth in the Prospectus. However, we urge you to read the Prospectus and other enclosed materials carefully before instructing us to exercise your subscription rights.

Your instructions to us should be forwarded as promptly as possible in order to permit us to exercise subscription rights on your behalf in accordance with the provisions of the rights offering.

If you wish to have us, on your behalf, exercise the subscription rights for any shares of Class A Common Stock to which you are entitled, please so instruct us by completing, executing and returning to us the "Beneficial Owner Election Form" included herewith.

If you have any questions concerning the rights offering, shareholders may contact Georgeson Inc., the Information Agent, at (888) 219-8320, and banks and brokers may contact Georgeson Inc. at (212) 440-9800.

**50,000,000 SHARES OF CLASS A COMMON STOCK OF BANKATLANTIC BANCORP, INC.
ISSUABLE UPON EXERCISE OF SUBSCRIPTION RIGHTS**

The undersigned, a bank, broker, trustee, depository or other nominee holder of subscription rights (the "Subscription Rights") to purchase shares of Class A Common Stock, par value \$0.01 per share ("Class A Common Stock") of BankAtlantic Bancorp, Inc. (the "Company"), pursuant to the rights offering described in the Company's prospectus dated July 8, 2008, and accompanying prospectus supplement, dated August 28, 2009 (collectively, the "Prospectus"), hereby certifies to the Company and to Computershare Trust Company, N.A., as Subscription Agent for the rights offering, that the undersigned has exercised, on behalf of the beneficial owners thereof (which may include the undersigned), the number of Subscription Rights specified below on behalf of beneficial owners of the Subscription Rights:

**NUMBER OF SHARES OF CLASS A
COMMON STOCK
OWNED ON AUGUST 24, 2009**

**NUMBER OF SHARES OF CLASS A
COMMON STOCK SUBSCRIBED FOR
PURSUANT TO THE SUBSCRIPTION RIGHTS**

- | | |
|----------|-------|
| 1. _____ | _____ |
| 2. _____ | _____ |
| 3. _____ | _____ |
| 4. _____ | _____ |
| 5. _____ | _____ |

Name of Bank, Broker, Trustee, Depository or Other Nominee

By: _____
Authorized Signature

Name: _____
(Please Type or Print)

**50,000,000 SHARES OF CLASS A COMMON STOCK OF
BANKATLANTIC BANCORP, INC.
ISSUABLE UPON EXERCISE OF SUBSCRIPTION RIGHTS**

I (We) acknowledge receipt of your letter and the enclosed materials relating to the offering of shares of BankAtlantic Bancorp, Inc. Class A Common Stock, par value \$0.01 per share (the "Class A Common Stock"), issuable upon the exercise of subscription rights.

In this form, I (we) instruct you whether to exercise subscription rights to purchase shares of Class A Common Stock distributed with respect to the Class A Common Stock held by you for my (our) account, pursuant to the terms and subject to the conditions set forth in the prospectus dated July 8, 2008, and accompanying prospectus supplement, dated August 28, 2009 (collectively, the "Prospectus") and the related Instructions for Use of BankAtlantic Bancorp, Inc. Subscription Rights Certificates.

- BOX 1. Please do not exercise subscription rights for shares of Class A Common Stock.
 BOX 2. Please exercise subscription rights for me (us) and purchase shares of Class A Common Stock as set forth below:

	Number of Shares		Subscription Price		Total Payment
Subscription Rights		X	\$2.00	=	\$

- BOX 3. Payment in the following amount is enclosed: \$ _____
 (This amount must equal the amount set forth under "Total payment required" above)

- BOX 4. Please deduct payment from the following account maintained by you as follows:

Type of Account: _____ Account No.: _____

Amount to be deducted: \$ _____

Date

Signature(s)

Please Type or Print Name(s)