

FLORES ARMANDO B
Form 4/A
November 22, 2005

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
FLORES ARMANDO B

2. Issuer Name and Ticker or Trading Symbol
PINNACLE WEST CAPITAL CORP [PNW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
400 N. 5TH ST.
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/05/2005

____ Director
____ Officer (give title below) 10% Owner
____ Other (specify below)
Executive V.P., APS

PHOENIX, AZ 85004

4. If Amendment, Date Original Filed(Month/Day/Year)
08/09/2005

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

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(A) or (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount	Price		
Common Stock	08/05/2005		M		5,500	\$ 39.75	D	
Common Stock	08/05/2005		S(2)		5,145	\$ 45.29	D	
Common Stock	08/05/2005		M		11,500	\$ 44.03	D	
Common Stock	08/05/2005		S(2)		11,477	\$ 45.29	D	
Common Stock	08/05/2005		M		11,500	\$ 42.55	D	

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Common Stock	08/05/2005	S ⁽²⁾	11,133	D	\$ 45.29	14,745	D
Common Stock	08/05/2005	M	13,750	A	\$ 38.37	28,495	D
Common Stock	08/05/2005	S ⁽²⁾	12,642	D	\$ 45.29	15,853	D
Common Stock	08/05/2005	M	5,041	A	\$ 32.29	20,894	D
Common Stock	08/05/2005	S ⁽²⁾	4,339	D	\$ 45.29	16,555	D

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

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FLORES ARMANDO B 400 N. 5TH ST. PHOENIX, AZ 85004				Executive V.P., APS

Signatures

/s/ Armando B. Flores 11/22/2005

__Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
The original Form 4 inadvertently included 8,475 "performance shares" in the number of securities beneficially owned by Mr. Flores.
- (1) This amended Form 4 is identical to the original Form 4 except for changes in Column 5 to reflect the exclusion of the performance shares.
 - (2) The minimum number of shares were sold solely for the purpose of meeting tax withholding and option price exercise requirements and to satisfy broker commissions. Mr. Flores retained all other shares received upon the noted option exercises.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.