

PARTRIDGE JACK W
Form 4
April 07, 2011

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 *
PARTRIDGE JACK W

2. Issuer Name and Ticker or Trading Symbol
SPAR GROUP INC [SGRP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
04/07/2011

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O SPAR GROUP INC, 560
WHITE PLAINS ROAD, SUITE
210

(Street)

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

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

TARRYTOWN, NY 10591

(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)	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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock, \$.01 par value	04/07/2011		M	A	1,576	\$ 0.01	D
Common Stock, \$.01 par value	04/07/2011		M	A	1,176	\$ 0.01	D
Common Stock, \$.01 par value	04/07/2011		M	A	912	\$ 0.01	D
Common Stock, \$.01 par value	04/07/2011		M	A	750	\$ 0.01	D

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Stock, \$.01 par value						0.01		
Common Stock, \$.01 par value	04/07/2011		M	1,071	A	\$ 0.01	16,453	D
Common Stock, \$.01 par value	04/07/2011		M	791	A	\$ 0.01	17,244	D

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

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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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Option to buy Common Stock	\$ 0.01	04/07/2011		M	1,576	05/07/2004	03/31/2014	Common Stock, \$.01 par value	1,576
Option to buy Common Stock	\$ 0.01	04/07/2011		M	1,176	12/31/2003	12/31/2013	Common Stock, \$.01 par value	1,176
Option to buy Common Stock	\$ 0.01	04/07/2011		M	912	09/30/2003	09/30/2013	Common Stock, \$.01 par value	912
Option to buy Common Stock	\$ 0.01	04/07/2011		M	750	06/30/2003	06/30/2013	Common Stock, \$.01 par value	750
	\$ 0.01	04/07/2011		M	1,071	03/31/2003	03/31/2013		1,071

Option to buy Common Stock									Common Stock, \$.01 par value	
Option to buy Common Stock	\$ 0.01	04/07/2011		M	791	12/31/2002	12/31/2012		Common Stock, \$.01 par value	791

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PARTRIDGE JACK W C/O SPAR GROUP INC 560 WHITE PLAINS ROAD, SUITE 210 TARRYTOWN, NY 10591		X		

Signatures

James Segreto, as attorney-in-fact under Power of Attorney Grant and Confirming Statement dated November 7, 2002 04/07/2011

__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).

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

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