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PARK ELECTROCHEMICAL CORP

Form 4

August 01, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

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2005

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Check this box if no longer subject to Section 16. Form 4 or Form 5

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

(Print or Type Responses)

1(b).

| 1. Name and Address of Reporting Person * JONGEBLOED JOHN | | | 2. Issuer Name and Ticker or Trading Symbol PARK ELECTROCHEMICAL CORP [PKE] | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|---|--|--|--|---|-------|---|--------------------|--|--|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 07/27/2005 | | | | | Director 10% Owner Selfow) Other (specify below) Sr. VP Global Logistics | | | |
| | (Street) | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) | (State) | (State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, any (Month/Day/Year) | | | 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price | | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | |
| Common Stock | 07/27/2005 | | | M | 150 | A | \$ 15.83 | 150 | D | | |
| Common Stock | 07/27/2005 | | | M | 1,125 | A | \$ 15.83 | 1,275 | D | | |
| Common Stock | 07/27/2005 | | | M | 2,250 | A | \$ 16.54 | 3,525 | D | | |
| Common Stock | 07/27/2005 | | | S | 3,525 | D | \$ 26.64 (1) | 0 | D | | |

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

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SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

| 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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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) | | |
|---|---|---|---|---|-----|--|---------------------|---|-----------------|-------------------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Right to buy option | \$ 15.83 | 07/27/2005 | | M | | 150 | 05/22/2001 | 05/22/2007 | Common Stock | 150 |
| Right to buy option (2) | \$ 15.83 | 07/27/2005 | | M | | 1,125 | 05/28/2001 | 05/28/2008 | Common Stock | 1,125 |
| Right to buy option (3) | \$ 16.54 | 07/27/2005 | | M | | 2,250 | 06/15/2001 | 06/15/2009 | Common Stock | 2,250 |
| Right to buy option (4) | \$ 15.92 | | | | | | 05/22/2001 | 05/22/2010 | Common Stock | 15,000 |
| Right to buy option (4) | \$ 23.6 | | | | | | 07/19/2002 | 07/19/2011 | Common Stock | 15,000 |
| Right to buy option (4) | \$ 29.05 | | | | | | 03/20/2003 | 03/20/2012 | Common Stock | 10,000 |
| Right to buy option (4) | \$ 19.95 | | | | | | 07/24/2004 | 07/24/2013 | Common Stock | 5,000 |
| Right to buy option (4) | \$ 23 | | | | | | 07/08/2005 | 07/08/2014 | Common Stock | 5,000 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

JONGEBLOED JOHN

Sr. VP Global Logistics

Signatures

Stephen E. Gilhuley by power of attorney

08/01/2005

**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).
- Weighted average selling price per share. Shares were sold in eight transactions at prices ranging from \$26.52 per share to \$26.83 per share.
- (2) Option is exercisable as to 562 shares on the date indicated and as to 563 shares on 5/28/02.
- (3) Option is exercisable as to 750 shares on the date indicated, 750 shares on 6/15/02 and 750 shares on 6/15/03.
- (4) Option is exercisable as to 25% of the shares listed on the date indicated and as to an additional 25% of such shares on each succeeding annoversary of such date.

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.

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