

Edgar Filing: BARTELS WILLIAMS H - Form 4

BARTELS WILLIAMS H
Form 4
December 05, 2002

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                        OMB APPROVAL
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U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

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

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1. Name and Address of Reporting Person*

      Bartels                William                H.
-----
      (Last)                  (First)                (Middle)

      c/o SPAR Group, Inc.
      580 White Plains Road
-----
                                  (Street)

      Tarrytown                New York                10591
-----
      (City)                  (State)                (Zip)

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2. Issuer Name and Ticker or Trading Symbol

      SPAR Group, Inc. ("SGRP")
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3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

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4. Statement for Month/Day/Year

      December 2, 2002
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5. If Amendment, Date of Original (Month/Year)

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6. Relationship of Reporting Person to Issuer
(Check all applicable)

- [X] Director [X] 10% Owner
 [X] Officer (give title below) [] Other (specify below)

Vice Chairman

7. Individual or Joint/Group Filing (Check applicable line)

- [X] Form filed by one Reporting Person
 [] Form filed by more than one Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount Securi Benefi Owned of Mon (Instr and 4)
			Code	V	Amount	or (D)	Price	
Common Stock, par value \$.01	12/2/2002		P		1,000	A	\$3.24	5,227,

FORM 4 (continued)

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/Day Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Exer- cisable	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
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Explanation of Responses:

(1) Includes 250,000 shares owned by Stella Bartels.

/s/ Lawrence David Swift

12/5/02

**Signature of Reporting Person

Date

Lawrence David Swift, as attorney-in-fact under
Confirming Statement dated July 15, 1999.

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).

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

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