

ROTH RONALD G
Form 4
August 20, 2007

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 *
ROTH RONALD G

(Last) (First) (Middle)
2950 NE 84TH LANE
(Street)

BLAINE, X1 55449
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
APA Enterprises, Inc. [APAT]

3. Date of Earliest Transaction
(Month/Day/Year)
08/16/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| COMMON STOCK | 08/16/2007 | | P | | 2,000 | A | \$ 0.706 326,800 |
| COMMON STOCK | 08/16/2007 | | P | | 1,600 | A | \$ 0.7135 328,400 |
| COMMON STOCK | 08/16/2007 | | P | | 100 | A | \$ 0.75 328,500 |
| COMMON STOCK | 08/16/2007 | | P | | 100 | A | \$ 0.81 328,600 |
| COMMON STOCK | 08/16/2007 | | P | | 500 | A | \$ 0.82 329,100 |
| | 08/16/2007 | | P | | 100 | A | \$ 0.83 329,200 |

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| | | | | | | | | |
|--------------|------------|--|---|--------|---|-----------|---------|---|
| COMMON STOCK | | | | | | | | |
| COMMON STOCK | 08/16/2007 | | P | 200 | A | \$ 0.8399 | 329,400 | D |
| COMMON STOCK | 08/16/2007 | | P | 700 | A | \$ 0.84 | 330,100 | D |
| COMMON STOCK | 08/16/2007 | | P | 14,910 | A | \$ 0.85 | 345,010 | D |
| COMMON STOCK | 08/16/2007 | | P | 522 | A | \$ 0.87 | 345,532 | D |
| COMMON STOCK | 08/16/2007 | | P | 300 | A | \$ 0.888 | 345,832 | D |
| COMMON STOCK | 08/16/2007 | | P | 1,577 | A | \$ 0.89 | 347,409 | D |
| COMMON STOCK | 08/16/2007 | | P | 2,682 | A | \$ 0.9 | 350,091 | D |
| COMMON STOCK | 08/16/2007 | | P | 200 | A | \$ 0.91 | 350,291 | D |
| COMMON STOCK | 08/16/2007 | | P | 325 | A | \$ 0.9199 | 350,616 | D |
| COMMON STOCK | 08/16/2007 | | P | 1,184 | A | \$ 0.92 | 351,800 | D |
| COMMON STOCK | 08/17/2007 | | P | 3,500 | A | \$ 0.85 | 355,300 | D |
| COMMON STOCK | 08/17/2007 | | P | 10,000 | A | \$ 0.88 | 365,300 | D |
| COMMON STOCK | 08/17/2007 | | P | 1,450 | A | \$ 0.9 | 366,750 | 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 | 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. Nu Deriv Secur Bene Own Follo Repo |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---------------------------------------|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---------------------------------------|

Disposed
of (D)
(Instr. 3,
4, and 5)

Trans
(Instr

| 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 |
| ROTH RONALD G 2950 NE 84TH LANE BLAINE, X1 55449 | X | | | |

Signatures

| | |
|------------------|------------|
| RONALD G ROTH | 08/20/2007 |
|------------------|------------|

**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.

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.