

SHORE BRIAN E
Form 4
July 22, 2008

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
SHORE BRIAN E

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)
07/17/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
Board Chairman, Pres. and CEO

PARK ELECTROCHEMICAL
CORP., 48 SOUTH SERVICE
ROAD, SUITE 300

(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

MELVILLE, NY 11747

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock <u>(1)</u>	07/17/2008		S	36,800 D \$ 24.5053	151,672	D	
Common Stock <u>(2)</u>	07/18/2008		S	3,000 D \$ 24.5037	148,672	D	
Common Stock <u>(3)</u>	07/21/2008		S	5,800 D \$ 24.5	142,872	D	
Common Stock <u>(4)</u>	07/22/2008		S	14,400 D \$ 24.5085	128,472	D	

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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. Price or Amount of Underlying Securities (Instr. 3 and 4)
Right to buy option ⁽⁵⁾	\$ 16.54					06/15/2000 06/15/2009	Common Stock	60,000
Right to buy option ⁽⁵⁾	\$ 15.92					05/22/2001 05/22/2010	Common Stock	75,000
Right to buy option ⁽⁵⁾	\$ 23.6					07/19/2002 07/19/2011	Common Stock	40,000
Right to buy option ⁽⁵⁾	\$ 29.05					03/20/2003 03/20/2012	Common Stock	25,000
Right to buy option ⁽⁵⁾	\$ 19.95					07/24/2004 07/24/2013	Common Stock	20,000
Right to buy option ⁽⁵⁾	\$ 23					07/08/2005 07/08/2014	Common Stock	20,000
Right to buy option ⁽⁵⁾	\$ 24.56					08/24/2006 08/24/2015	Common Stock	35,000
Right to buy option ⁽⁵⁾	\$ 25.35					08/03/2007 08/03/2016	Common Stock	35,000

Right to buy option ⁽⁵⁾	\$ 30.28	08/15/2008	08/15/2017	Common Stock	35,000
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Reporting Owners

Reporting Owner Name / Address	Relationships			Other
	Director	10% Owner	Officer	
SHORE BRIAN E PARK ELECTROCHEMICAL CORP. 48 SOUTH SERVICE ROAD, SUITE 300 MELVILLE, NY 11747	X		Board Chairman, Pres. and CEO	

Signatures

Stephen E. Gilhuley, by Power of Attorney	07/22/2008
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__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).
- (1) Weighted average selling price per share. Shares were sold in 294 transactions at prices ranging from 24.50 per share to 24.67 per share.
- (2) Weighted average selling price per share. Shares were sold in 19 transactions at prices of \$24.50 per share and \$24.51 per share.
- (3) Shares were sold in 58 transactions at prices of \$24.50 per share.
- (4) Weighted average selling price per share. Shares were sold in 102 transactions at prices ranging from \$24.50 per share to \$24.57 per share.
- (5) Option is exercisable, commencing on the date indicated, as to 25% of the aggregate number of shares listed and as to an additional 25% of such shares on each succeeding anniversary 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.