

A.C. Moore Arts & Crafts, Inc.
 Form 4
 May 04, 2005

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 *
PARKER JOHN E

2. Issuer Name and Ticker or Trading Symbol
**A.C. Moore Arts & Crafts, Inc.
 [ACMR]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/03/2005

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

**A C MOORE ARTS & CRAFTS
 INC,**

(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

BLACKWOOD, NJ 08012

(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 | | |
| Common Stock | 05/03/2005 | | S | 600 | D \$ 26.02 | 2,501,706 | D ⁽¹⁾ |
| Common Stock | 05/03/2005 | | S | 4,861 | D \$ 26.03 | 2,496,845 | D ⁽¹⁾ |
| Common Stock | 05/03/2005 | | S | 2,000 | D \$ 26.04 | 2,494,845 | D ⁽¹⁾ |
| Common Stock | 05/03/2005 | | S | 400 | D \$ 26.05 | 2,494,445 | D ⁽¹⁾ |
| Common Stock | 05/03/2005 | | S | 200 | D \$ 26.08 | 2,494,245 | D ⁽¹⁾ |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|-----------|----------------------|
| Common Stock | 05/03/2005 | S | 5,000 | D | \$ 26.09 | 2,489,245 | D ⁽¹⁾ |
| Common Stock | 05/03/2005 | S | 2,360 | D | \$ 26.1 | 2,486,885 | D ⁽¹⁾ |
| Common Stock | 05/03/2005 | S | 1,800 | D | \$ 26.11 | 2,485,085 | D ⁽¹⁾ |
| Common Stock | 05/03/2005 | S | 500 | D | \$ 26.12 | 2,484,585 | D ⁽¹⁾ |
| Common Stock | 05/03/2005 | S | 353 | D | \$ 26.15 | 2,484,232 | D ^{(1) (2)} |

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 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 of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| PARKER JOHN E A C MOORE ARTS & CRAFTS INC BLACKWOOD, NJ 08012 | X | X | Chief Executive Officer | |
| PARKER PATRICIA A C/O AC MOORE ARTS & CRAFT INC 500 UNIVERSITY COURT BLACKWOOD, NJ 08012 | | | EVP, Merchandising | |

Signatures

Leslie H. Gordon, by Power of Attorney for John E.
Parker 05/04/2005

__Signature of Reporting Person Date

Leslie H. Gordon, by Power of Attorney for Patricia A.
Parker 05/04/2005

__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).
- (1) These securities are owned directly by John E. Parker and indirectly by his spouse, Patricia A. Parker.
 - (2) This is the second of two Forms 4 reporting transactions which occurred on May 3, 2005

Remarks:

The filing of this Statement shall not be construed as an admission (a) that the persons filing this Statement are, for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, the beneficial owners of any equity securities covered by this Statement, or (b) that this Statement is legally required to be filed by such persons.

Exhibit Index: Exhibit 99.1 - Joint Filer Information.

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.