

BARTELS WILLIAMS H

Form 4

June 12, 2006

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
BARTELS WILLIAMS H

(Last) (First) (Middle)

**C/O SPAR GROUP, INC., 580
WHITE PLAINS ROAD - SUITE
600**

(Street)

TARRYTOWN, NY 10591

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
SPAR GROUP INC [SGRP]

3. Date of Earliest Transaction
(Month/Day/Year)
06/08/2006

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)

Vice Chairman

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock, \$.01 par value	06/08/2006		S		15,000	D	\$ 1.04	5,155,406 <u>(1)</u>	D
Common Stock, \$.01 par value	06/08/2006		S		28,000	D	\$ 1.04	5,127,406 <u>(1)</u>	D
Common Stock, \$.01 par value	06/08/2006		S		25,000	D	\$ 1.04	5,102,406 <u>(1)</u>	D
Common	06/08/2006		S		2,000	D	\$	5,100,406 ⁽¹⁾	D

Edgar Filing: BARTELS WILLIAMS H - Form 4

Stock, \$.01 par value						1.04			
Common Stock, \$.01 par value	06/08/2006	P	20,000	A	\$ 1.04	292,730 ⁽³⁾	I	See footnote. (2)	
Common Stock, \$.01 par value	06/08/2006	P	25,000	A	\$ 1.04	317,730 ⁽³⁾	I	See footnote. (2)	
Common Stock, \$.01 par value	06/08/2006	P	22,000	A	\$ 1.04	339,730 ⁽³⁾	I	See footnote. (2)	
Common Stock, \$.01 par value	06/08/2006	P	1,500	A	\$ 1.04	341,230 ⁽³⁾	I	See footnote. (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.

SEC 1474
(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. Nu Deriv Secur Bene Own Follo Repo 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
BARTELS WILLIAMS H C/O SPAR GROUP, INC. 580 WHITE PLAINS ROAD - SUITE 600 TARRYTOWN, NY 10591	X	X	Vice Chairman	

Signatures

/s/ William H.
Bartels

06/12/2006

__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) Includes 250,000 shares owned by Stella Bartels.

(2) Owned as beneficiary under WHB Services, Inc. Defined Benefit Trust.

(3) Includes 109,930 shares of Common Stock of the Issuer held by the Reporting Person under the Issuer's 410 (k) plan.

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.