FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] KELLAR LORRENCE T						2. Issuer Name and Ticker or Trading Symbol SPAR GROUP INC [SGRP]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last)	, , , , , , , , , , , , , , , , , , , ,				3. Date of Earliest Transaction (Month/Day/Year) 04/27/2005										er (give title		er (specify	
SPAR GROUP, INC 580 WHITE PLAINS ROAD					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street)														X Form	· · ·			
(Street)	Greet) ΓARRYTOWN NY 10591														Form filed by More than One Reporting Person			
(City)	(City) (State) (Zip)																	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3) Date (Month/Da					Exe if ar	Deemed cution Date, าy nth/Day/Year)		Code (Ins	Transaction Di Code (Instr. an		. Securities Acquired (lisposed Of (D) (Instr. : nd 5)			cially I	6. Ownership Form: Direct (D) or Indirect (I)	of Indirect Beneficial Ownership		
									Code	v	Amoun	mount (A) or (D)		e Report		(Instr. 4)	(Instr. 4)	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)		4. Transactic Code (Inst 8)				6. Date Exercisable Expiration Date (Month/Day/Year)		e and	and 7. Title and Amount of Securities Underlying Derivative Security (Instr and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transactior (Instr. 4)	Ownershi Form: Direct (D) or Indirec (I) (Instr. 4)	Beneficial Ownership	
					Code	v	(A)	(D)	Date Exercisable		ration	Title	Amount or Number of Shares					
Options to buy Common Stock	\$1.35	04/27/2005			A		9,723		03/31/2005	03/3	1/2015	Common Stock, par \$.01 par value	9,723	\$1.35	72,177	D		
Options to buy Common Stock	\$1.3	04/27/2005			Α		10,000		04/02/2006	04/02	2/2015	Common Stock, par \$.01 par value	10,000	\$1.3	82,177	D		

Explanation of Responses:

James Segreto, as attorney-in-
fact under Power of AttorneyGrant and Confirming04/28/2005Statement dated November 7,
200204/28/2005

** Signature of Reporting Person Date

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).

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

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 Number.