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

FORM 12b-25

Commission File Number []

NOTIFICATION OF LATE FILING

(Check One):	: [] Form 10-K [] Form 11-K [] Form 20-F [X] Form 10-Q [] Form N-SAR	
	For Period Ended: September 30, 2004	
	[] Transition Report on Form 10-K [] Transition Report on Form 20-F [] Transition Report on Form 11-K [] Transition Report on Form 10-Q [] Transition Report on Form N-SAR For the Transition Period Ended:	

Read attached instruction sheet before preparing form. Please print or type. Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:_____

PART I -- REGISTRANT INFORMATION

Full Name of Registrant:

SPAR Group, Inc.

Former Name if Applicable:

Address of Principal Executive Office (Street and number): 580 White Plains Road

City, state and zip code: Tarrytown, New York 10591

PART II -- RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
- (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, 11-K or Form N-SAR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report of transition report on Form 10-Q, or portion thereof will be filed on or before the fifth calendar day following the prescribed due date; and
 - (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III -- NARRATIVE

State below in reasonable detail the reasons why Form 10-K, 11-K, 20-F, 10-Q, N-SAR, or the transition report or portion thereof, could not be filed within the prescribed time period.

The Registrant's Quarterly Report on Form 10-Q for the quarter ended September 30, 2004 could not be filed within the prescribed time period because the Registrant has not finalized all of its accounting matters due to substantial time devoted to recent business issues. As a result, the financial statements of the Registrant for the quarter ended September 30, 2004 and the notes thereto, have not yet been completed.

PART IV -- OTHER INFORMATION

(1)	Name	and	telephone	number	of	person	to	contact	in	regard	to	this
notification:												

	Charles Cimitile	914 33		2-4100		
	(Name)	(Area Code)	(Telephone Number)			
				YES	No	
(2)	Have all other periodic reports or 15 (d) of the Securities or Section 30 of the Invest during the preceding 12 report (s) been filed? If report (s).	es Exchange X Act of tment Company Act of months or for such s was required to fil	of 1934 of 1940 shorter e such	[X]	[]	
				YES	No	
(3)	Is it anticipated that arresults of operations from for the last fiscal year earnings statements to be report or portion thereof?	the corresponding will be reflected	period by the	[]	[X]	
	If so, attach an explanation	n of the anticipated	change.	both na	arratively	

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of results cannot be made.

SPAR Group, Inc.

(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date November 15, 2004

By: /s/ Charles Cimitile

Charles Cimitile, Chief Financial Officer

INSTRUCTION: The form may be signed by an executive officer of the registrant or by any other duly authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the registrant by an authorized representative (other than an executive officer), evidence of the representative's authority to sign on behalf of the registrant shall be filed with the form.

ATTENTION

Intentional misstatements or omissions of fact constitute Federal Criminal Violations (See 18 U.S.C. 1001).