FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

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

DEL ZED KODI	2. Date of Ever Requiring State (Month/Day/Ye	uiring Statement	3. Issuer Name and Ticker or Trading Symbol SPAR GROUP INC [SGRP]				
	08/03/2000		Relationship of Reporting Persi (Check all applicable) Director	on(s) to Issu	(Mor	5. If Amendment, Date of Original Filed (Month/Day/Year) 03/30/2004	
580 WHITE PLAINS RD.			X Officer (give title below) Chief Operating O	Other (spe below) Officer	App	Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting	
(Street) TARRYTOWN NY 10591						Person Form filed by More than One Reporting Person	
(City) (State) (Zip)							
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)			eneficially Owned (Instr. 4)	1		. Nature of Indirect Beneficial Ownership Instr. 5)	
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr. 4) 2. Date Exer Expiration D (Month/Day/		ite	Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Exercise Price of Derivative Security Direct (D) or Indirect (I) (Instr. 5)		
Option to purchase Common Stock	(1)	08/03/2010	Option to purchase Common Stock	2,000	1.2188	D	
Option to purchase Common Stock	(2)	08/02/2011 ⁽³	Option to purchase Common Stock	25,000	1.3	D	
Option to purchase Common Stock	08/02/2001	08/02/2006 ⁽⁴	Option to purchase Common Stock	24,390	10	D	
Option to purchase Common Stock	(5)	02/14/2012 ⁽⁶	Option to purchase Common Stock	10,000	1.78	D	

Explanation of Responses:

- 1. Vests as to 500 shares on each of August 3, 2001, 2002, 2003 and 2004, respectively.
- 2. 12,500 vests immediately and 6,250 shares vest on each of August 2, 2002 and 2003, respectively.
- 3. Expiration date should be 8/2/2011.
- 4. Expiration date should be 8/2/2006.
- 5. Vests as to 2,500 shares on each of February 14, 2003, 2004, 2005 and 2006, respectively.
- 6. Expiration date should be 2/14/2012.

Remarks:

Note the corrected signature line.

James R. Segreto as Attorney in fact under POA Grant and Confirming Statement dated March 5, 2004.

04/01/2004

Date

** Signature of Reporting Person

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 5 (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.

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