

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**

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* <b>ADERS ROBERT O</b>  (Last) (First) (Middle) <b>C/O SPAR GROUP, INC.</b> <b>580 WHITE PLAINS ROAD</b>  (Street) <b>TARRYTOWN NY 10591</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>SPAR GROUP INC [ SGRP ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <b>01/07/2005</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$.01 par value	01/07/2005		M		10,566 <sup>(1)</sup>	A	\$0.01	60,566	D	
Common Stock, \$.01 par value	01/07/2005		M		1,405 <sup>(2)</sup>	A	\$0.01	61,971	D	
Common Stock, \$.01 par value	01/07/2005		M		1,117 <sup>(3)</sup>	A	\$0.01	63,088	D	
Common Stock, \$.01 par value	01/07/2005		M		1,111 <sup>(4)</sup>	A	\$0.01	64,199	D	
Common Stock, \$.01 par value	01/07/2005		M		1,179 <sup>(5)</sup>	A	\$0.01	65,378	D	
Common Stock, \$.01 par value	01/07/2005		M		791 <sup>(6)</sup>	A	\$0.01	66,169	D	
Common Stock, \$.01 par value	01/07/2005		M		1,071 <sup>(7)</sup>	A	\$0.01	67,240	D	
Common Stock, \$.01 par value	01/07/2005		M		750 <sup>(8)</sup>	A	\$0.01	67,990	D	
Common Stock, \$.01 par value	01/07/2005		M		912 <sup>(9)</sup>	A	\$0.01	68,902	D	
Common Stock, \$.01 par value	01/07/2005		M		1,176 <sup>(10)</sup>	A	\$0.01	70,078	D	
Common Stock, \$.01 par value	01/07/2005		M		1,576 <sup>(11)</sup>	A	\$0.01	71,654	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Option to buy Common Stock	\$0.01	01/07/2005		M <sup>(1)</sup>		10,566		11/01/2001	11/01/2011	Common Stock, \$.01 par value	0.01	\$0.01	60,566	D	
Option to buy Common Stock	\$0.01	01/07/2005		M <sup>(2)</sup>		1,405		12/31/2001	12/31/2011	Common Stock, \$.01 par value	0.01	\$0.01	61,971	D	

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				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Option to buy Common Stock	\$0.01	01/07/2005		M <sup>(3)</sup>		1,117		03/28/2002	03/28/2012	Common Stock, \$0.01 par value	0.01	\$0.01	63,088	D	
Option to buy Common Stock	\$0.01	01/07/2005		M <sup>(4)</sup>		1,111		06/28/2002	06/28/2012	Common Stock, \$0.01 par value	0.01	\$0.01	64,199	D	
Option to buy Common Stock	\$0.01	01/07/2005		M <sup>(5)</sup>		1,179		09/30/2002	09/30/2012	Common Stock, \$0.01 par value	0.01	\$0.01	65,378	D	
Option to buy Common Stock	\$0.01	01/07/2005		M <sup>(6)</sup>		791		12/31/2002	12/31/2012	Common Stock, \$0.01 par value	0.01	\$0.01	66,169	D	
Option to buy Common Stock	\$0.01	01/07/2005		M <sup>(7)</sup>		1,071		03/31/2003	03/31/2013	Common Stock, \$0.01 par value	0.01	\$0.01	67,240	D	
Option to buy Common Stock	\$0.01	01/07/2005		M <sup>(8)</sup>		750		06/30/2003	06/30/2013	Common Stock, \$0.01 par value	0.01	\$0.01	67,990	D	
Option to buy Common Stock	\$0.01	01/07/2005		M <sup>(9)</sup>		912		09/30/2003	09/30/2013	Common Stock, \$0.01 par value	0.01	\$0.01	68,902	D	
Option to buy Common Stock	\$0.01	01/07/2005		M <sup>(10)</sup>		1,176		12/31/2003	12/31/2013	Common Stock, \$0.01 par value	0.01	\$0.01	70,078	D	
Option to buy Common Stock	\$0.01	01/07/2005		M <sup>(11)</sup>		1,576		04/28/2004	03/31/2014	Common Stock, \$0.01 par value	0.01	\$0.01	71,654	D	

**Explanation of Responses:**

1. Option to buy granted to Reporting Person on November 1, 2001.
2. Option to buy granted to Reporting Person on December 31, 2001.
3. Option to buy granted to Reporting Person on March 28, 2002.
4. Option to buy granted to Reporting Person on June 28, 2002.
5. Option to buy granted to Reporting Person on September 30, 2002.
6. Option to buy granted to Reporting Person on December 31, 2002.
7. Option to buy granted to Reporting Person on March 31, 2003.
8. Option to buy granted to Reporting Person on June 30, 2003.
9. Option to buy granted to Reporting Person on September 30, 2003.
10. Option to buy granted to Reporting Person on December 31, 2003.
11. Option to buy granted to Reporting Person on April 28, 2004.

James Segreto, as attorney-in-fact under Power of Attorney Grant and Confirming Statement dated November 7, 2002      01/10/2005

\*\* 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.**