

PARK ELECTROCHEMICAL CORP  
 Form 4  
 July 05, 2005

**FORM 4**

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 AIN MARK S

2. Issuer Name and Ticker or Trading Symbol  
 PARK ELECTROCHEMICAL CORP [PKE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 07/01/2005

Director  10% Owner  
 Officer (give title below)  Other (specify below)

KRONOS INC, 400 FITFTH AVENUE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

WALTHAM, MA 02154

(City) (State) (Zip)

**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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	07/01/2005		M	12,300	A	\$ 12.58	12,300 D
Common Stock	07/01/2005		M	3,000	A	\$ 23.96	15,300 D
Common Stock	07/01/2005		M	3,000	A	\$ 15.92	18,300 D
Common Stock	07/01/2005		M	2,250	A	\$ 23.6	20,550 D
Common Stock	07/01/2005		M	750	A	\$ 19.95	21,300 D

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Common Stock	07/01/2005	S	13,000	D	\$ 25.4	8,300	D
Common Stock	07/05/2005	S	8,300	D	\$ 25.47	0	D

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.**

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(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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Right to buy option <sup>(1)</sup>	\$ 12.58	07/01/2005		M	12,300	07/15/1999 07/15/2008		Common Stock	12,300
Right to buy option <sup>(2)</sup>	\$ 23.96	07/01/2005		M	3,000	10/06/2000 10/06/2009		Common Stock	3,000
Right to buy option <sup>(2)</sup>	\$ 15.92	07/01/2005		M	3,000	05/22/2001 05/22/2010		Common Stock	3,000
Right to buy option <sup>(2)</sup>	\$ 23.6	07/01/2005		M	2,250	07/19/2002 07/19/2011		Common Stock	2,250
Right to buy option <sup>(2)</sup>	\$ 29.05					03/20/2003 03/20/2012		Common Stock	3,000
Right to buy option <sup>(2)</sup>	\$ 19.95	07/01/2005		M	750	07/24/2004 07/24/2013		Common Stock	750
Right to buy option <sup>(2)</sup>	\$ 23					07/08/2005 07/08/2014		Common Stock	3,000

