

BUCKHEAD AMERICA CORP

Form 5

February 13, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

() Form 3 Holdings Reported

() Form 4 Transactions Reported

1. Name and Address of Reporting Person

STERN, WILLIAM K.
 Apt. 10F, 200 East 57th Street
 New York, NY 10022
 USA

2. Issuer Name and Ticker or Trading Symbol

BUCKHEAD AMERICA CORPORATION
 BUCK

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

12/31/2001

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

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

Director

7. Individual or Joint/Group Reporting (Check Applicable Line)

(X) Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security | 2. Transaction Date | 3. Code | 4. Securities Acquired (A) or Disposed of (D) Amount | 5. Amount of Securities Beneficially Owned at End of Year Price |
|----------------------|---------------------|---------|---|--|
| Common Stock | 1-22-01 | P4 | 2,000 | \$3.75 |
| | 1 | | | |

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Derivative Security | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date | 4. Code | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount | 6. Date Exercisable and Expiration Date Date (Month/Day/Year) Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities Title and Number of Shares | 8. Payment of Underlying Securities of vat Sec rit |
|---------------------------------|--|---------------------|---------|--|---|--|--|
|---------------------------------|--|---------------------|---------|--|---|--|--|

Explanation of Responses:
SIGNATURE OF REPORTING PERSON
/s/ William K. Stern
DATE
February 13, 2002