SHORE BRIAN E

Form 4

February 02, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SHORE BRIAN E Issuer Symbol PARK ELECTROCHEMICAL (Check all applicable) CORP [PKE] 3. Date of Earliest Transaction (Last) (First) (Middle) _X_ Director 10% Owner Other (specify _X__ Officer (give title (Month/Day/Year) below) PARK ELECTROCHEMICAL 01/31/2011 Board Chairman, Pres. and CEO CORP., 48 SOUTH SERVICE ROAD (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

MELVILLE, NY 11747

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	Secu	rities Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit or Dispos (Instr. 3, 4	ed of	` ′	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)
Common Stock	01/31/2011		M	25,197	A	\$ 23.6	153,669	D	
Common Stock (1)	01/31/2011		S	25,197	A	\$ 30.5556	128,472	D	
Common Stock	02/01/2011		M	11,978	A	\$ 23.6	140,450	D	
Common Stock (2)	02/01/2011		S	11,978	A	\$ 30.683	128,472	D	

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactic Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Right to buy option (3)	\$ 23.6	01/31/2011		M		25,197	07/19/2002	07/19/2011	Common Stock	25,197
Right to buy option (3)	\$ 23.6	02/01/2011		M		11,978	07/19/2002	07/19/2011	Common Stock	11,978
Right to buy option (3)	\$ 29.05						03/20/2003	03/20/2012	Common Stock	25,000
Right to buy option (3)	\$ 19.95						07/24/2004	07/24/2013	Common Stock	20,000
Right to buy option (3)	\$ 23						07/08/2005	07/08/2014	Common Stock	20,000
Right to buy option (3)	\$ 24.56						08/24/2006	08/24/2015	Common Stock	35,000
Right to buy option (3)	\$ 25.35						08/03/2007	08/03/2016	Common Stock	35,000
Right to buy option (3)	\$ 30.28						08/15/2008	08/15/2017	Common Stock	35,000
Right to buy option (3)	\$ 27.1						08/26/2009	08/26/2018	Common Stock	35,000

Right to

option $\frac{(3)}{}$

buy \$ 24.94

10/14/2010 10/14/2019

Common Stock

35,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
. 0	Director	10% Owner	Officer	Other			
SHORE BRIAN E PARK ELECTROCHEMICAL CORP. 48 SOUTH SERVICE ROAD MELVILLE NY 11747	X		Board Chairman, Pres. and CEO				

Signatures

Stephen E. Gilhuley, by power of attorney

02/02/2011

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Weighted average selling price per share. Shares were sold in 214 transactions at prices ranging from \$30.50 per share to \$30.74 per share.
- (2) Weighted average selling price per share. Shares were sold in 128 transactions at prices ranging from \$30.50 per share to \$30.86 per share.
- Option is exercisable, commencing on the date indicated, as to 25% of the aggregate number of shares listed and as to an additional 25% of such shares on each succeeding anniversary of such date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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