

| 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

|   |   |  |   |
|---|---|--|---|
| 1. Name and Address of Reporting Person*<br><u>FRANCO PATRICIA</u><br><br>(Last) (First) (Middle)<br>SPAR GROUP INC<br>580 WHITE PLAINS RD.<br><br>(Street)<br>TARRYTOWN NY 10591<br><br>(City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year)<br>11/16/1999 | 3. Issuer Name and Ticker or Trading Symbol<br><u>SPAR GROUP INC [ SGRP ]</u>  |   |
|   |   | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br>Senior Vice President | 5. If Amendment, Date of Original Filed (Month/Day/Year)<br><br>6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock \$.01 par Value    | 52,800  | D  |   |

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|--|--|---|
|  | Date Exercisable   | Expiration Date |   |  |  |   |
| Option to buy Common Stock                 | (1)  | 11/16/2009      | Option to buy Common Stock 10,000   | 3.07   | D  |   |
| Option to buy Common Stock                 | (3)  | 12/04/2010      | Option to buy Common Stock 10,000   | 0.625  | D  |   |
| Option to buy Common Stock                 | (2)  | 08/03/2010      | Option to buy Common Stock 2,000  | 1.2188   | D  |   |
| Option to buy Common Stock                 | (4)  | 04/06/2011      | Option to buy Common Stock 2,000  | 0.875  | D  |   |
| Option to buy Common Stock                 | (5)  | 05/09/2011      | Option to buy Common Stock 2,000  | 1.1  | D  |   |
| Option to buy Common Stock                 | (6)  | 08/02/2011      | Option to buy Common Stock 10,000   | 1.3  | D  |   |
| Option to buy Common Stock                 | (7)  | 08/02/2011      | Option to buy Common Stock 40,000   | 1.3  | D  |   |
| Option to buy Common Stock                 | (8)  | 08/02/2011      | Option to buy Common Stock 25,000   | 1.3  | D  |   |
| Option to buy Common Stock                 | (9)  | 02/14/2012      | Option to buy Common Stock 10,000   | 1.78   | D  |   |
| Option to buy Common Stock                 | (10)   | 08/08/2012      | Option to buy Common Stock 15,000   | 2.25   | D  |   |
| Option to buy Common Stock                 | (11)   | 02/13/2013      | Option to buy Common Stock 20,500   | 2.99   | D  |   |
| Option to buy Common Stock                 | (12)   | 05/09/2013      | Option to buy Common Stock 16,000   | 3.8  | D  |   |

**Table II - Derivative Securities Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) |                            | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|----------------------------|--|--|---|
|  | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |  |  |   |
| Option to buy Common Stock                 | (13)   | 08/07/2013      | Option to buy Common Stock  | 750                        | 4.65   | D  |   |
| Option to buy Common Stock                 | (14)   | 11/05/2013      | Option to buy Common Stock  | 250                        | 3.89   | D  |   |
| Option to buy Common Stock                 | (15)   | 02/25/2014      | Option to buy Common Stock  | 25,000                     | 2.73   | D  |   |

**Explanation of Responses:**

1. Vests as to 2500 shares each on 11/16/2000,11/16/2001,11/16/2002 and 11/16/2003
2. Vests as to 500 shares each on 8/3/2001,8/3/2002,8/3/2003 and 8/3/2004
3. Vests as to 2,500 shares each on 12/4/2001,12/4/2002,12/4/2003 and 12/4/2004
4. Vests as to 500 shares each on 4/6/2002,4/6/2003,4/6/2004 and 4/6/2005
5. Vests as to 500 shares each on 5/9/2002,5/9/2003,5/9/2004 and 5/9/2005
6. Vests as to 2500 shares each on 8/2/2002,8/2/2003,8/2/2004 and 8/2/2005
7. Vests as to 20,000 shares on 8/2/2001 & 10,000 shares each on 8/2/2002, and 8/2/2003
8. Vests as to 12,500 shares on 8/2/2001 & 6,250 shares each on 8/2/2002, and 8/2/2003
9. Vests as to 2,500 shares each on 2/14/2003,2/14/2004,2/14/2005 and 2/14/2006
10. Vests as to 3,750 shares each on 8/8/2003, 8/8/2004, 8/8/2005 and 8/8/2006
11. Vests as to 5,125 shares each on 2/13/2004, 2/13/2005, 2/13/2006 and 2/13/2007
12. Vests as to 4,000 shares each on 5/9/2004 ,5/9/2005 ,5/9/2006 and 5/9/2007
13. Vests as to 188 shares each on 8/7/2004 & 8/7/05 and 187 shares each on 8/7/2006, and 8/7/2007
14. Vests as to 63 shares each on 11/5/2004 & 11/5/05 and 62 shares each on 11/5/2006, and 11/5/2007
15. Vests as to 6,250 shares each on 2/25/2005, 2/25/2006, 2/25/2007 and 2/25/2008

James Segreto, as attorney-in-fact under POA Grant and Confirming Statement dated Nov. 7, 2002      03/30/2004

\*\* 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 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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