SHORE BRIAN E
Form 4
January 31, 2011

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
SHORE BRIAN E

(Last) (First) (Middle)

PARK ELECTROCHEMICAL CORP., 48 SOUTH SERVICE ROAD

(Street)

MELVILLE, NY 11747

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
01/28/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Board Chairman, Pres. and CEO

6. Individual or Joint/Group Filing(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 (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	01/28/2011		M		2,825	A	$ 23.6	131,297	D	
Common Stock (1)	01/28/2011		S		2,825	A	$ 31.5232	128,472	D	

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

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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)		8 D S (
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Right to buy option (2)	$ 23.6	01/28/2011		M			2,825	07/19/2002	07/19/2011	Common Stock	2,825	
Right to buy option (2)	$ 23.6							07/19/2002	07/19/2011	Common Stock	37,175	
Right to buy option (2)	$ 29.05							03/20/2003	03/20/2012	Common Stock	25,000	
Right to buy option (2)	$ 19.95							07/24/2004	07/24/2013	Common Stock	20,000	
Right to buy option (2)	$ 23							07/08/2005	07/08/2014	Common Stock	20,000	
Right to buy option (2)	$ 24.56							08/24/2006	08/24/2015	Common Stock	35,000	
Right to buy option (2)	$ 25.35							08/03/2007	08/03/2016	Common Stock	35,000	
Right to buy option (2)	$ 30.28							08/15/2008	08/15/2017	Common Stock	35,000	
Right to buy option (2)	$ 27.1							08/26/2009	08/26/2018	Common Stock	35,000	
Right to buy option (2)	$ 24.94							10/14/2010	10/14/2019	Common Stock	35,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	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	01/31/2011
**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 19 transactions at prices ranging from $31.50 per share to $31.74 per share.

(2) 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.
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