### Edgar Filing: HIGHWOODS PROPERTIES INC - Form 4

HIGHWOO Form 4 May 20, 200	DS PROPERTIE:	5 INC									
FORM	ЛЛ							OMB AF	PROVAL		
	UNITED	STATES SECU Wa	RITIES A ashington,			NGE C	OMMISSION	OMB Number:	3235-0287		
Check th if no lon	ger							Expires:	January 31, 2005		
subject to Section 1 Form 4 c	6. <b>STATEN</b>	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES									
Form 5 obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17(	suant to Section a) of the Public U 30(h) of the I	Jtility Hold	ding Com	npany	Act of	1935 or Section	1			
(Print or Type	Responses)										
	Address of Reporting O TEMPLE	Symbol	er Name and WOODS P			-	5. Relationship of Issuer				
		[HIW]					(Check all applicable)				
(Last)	(Month/	of Earliest Tı 'Day/Year)	ransaction			XDirector10% Owner Officer (give titleOther (specify below)below)					
	WOODS PROPE SMOKETREE C		2008				below)	below)			
RALEIGH,	(Street)		nendment, Da onth/Day/Year	-			6. Individual or Jo Applicable Line) _X_ Form filed by C Form filed by M	one Reporting Pe	rson		
		(Zip)					Person				
(City)	(State)						uired, Disposed of				
1.Title of Security       2. Transaction Date       2A. Deemed       3.       4. Securities Acquing Transaction(A) or Disposed or any         (Instr. 3)       any       Code       (Instr. 3, 4 and 5)         (Month/Day/Year)       (Month/Day/Year)       (Instr. 8)				l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
_			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	05/19/2008	05/19/2008	М	500	D	\$ 36.03	11,765	D			
Common Stock	05/19/2008	05/19/2008	М	100	D	\$ 36.02	11,665	D			
Common Stock	05/19/2008	05/19/2008	М	2,957	D	\$ 36	8,708	D			
Common Stock	05/19/2008	05/19/2008	М	10,000	A	\$ 25.73	18,708	D			
	05/19/2008	05/19/2008	М	100	D		18.608	D			

Common Stock						\$ 36.19			
Common Stock	05/19/2008	05/19/2008	М	100	D	\$ 36.08	18,508	D	
Common Stock	05/19/2008	05/19/2008	М	100	D	\$ 36.06	18,408	D	
Common Stock	05/19/2008	05/19/2008	М	100	D	\$ 36.05	18,308	D	
Common Stock	05/19/2008	05/19/2008	М	400	D	\$ 36.05	17,908	D	
Common Stock	05/19/2008	05/19/2008	М	300	D	\$ 36.04	17,608	D	
Common Stock	05/19/2008	05/19/2008	М	200	D	\$ 36.03	17,408	D	
Common Stock	05/19/2008	05/19/2008	М	100	D	\$ 36.02	17,308	D	
Common Stock	05/19/2008	05/19/2008	М	100	D	\$ 36.01	17,208	D	
Common Stock	05/19/2008	05/19/2008	М	500	D	\$ 36.01	16,705	D	
Common Stock	05/19/2008	05/19/2008	М	8,000	D	\$ 36	8,708	D	
Common Stock							680	Ι	As Trustee Step Mother
Common Stock							615	I	By Son's Trust
Common Stock							100	Ι	By Spouse

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.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8
		(Month/Day/Year)				Expiration Date	Underlying Securities	-
		(Woldin Day Tear)	,			1		C C
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	3
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)			(]
	Derivative				or Disposed of			

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	Security					(D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 22.75	05/19/2008	05/19/2008	М			3,557	(1)	01/30/2010	Common Stock	3,557
Stock Option	\$ 25.73	05/19/2008	05/19/2008	М			10,000	(1)	01/28/2011	Common Stock	10,000

### **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
	Director	10% Owner	Officer	Other		
SLOAN JR O TEMPLE C/O HIGHWOODS PROPERTIES, INC. 3100 SMOKETREE COURT, SUITE 600 RALEIGH, NC 27604	Х					
Signatures						
/s/Willis B. Howard Attorney-in-fact for O. Sloan, Jr.		05/20/	/2008			

\*\*Signature of Reporting Person

## **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) Option vests ratably on the first through fourth anniversaries of grant 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.

Date