

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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## STATEMENT OF CHANGES IN 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 *  ANDERSON GENE H				2.	2. Issuer Name <b>and</b> Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
					IGF IW		ODS PR	ROF	PERT	IES IN	X Director				_ 10% Owner		
(Last) (First) (Middle)				3.	3. Date of Earliest Transaction (MM/DD/YYYY)								X _ Officer (give title below) Sr. Vice President			Other (specify below)	
C/O HIGHV INC., 3100 S			,				4/2	28/2	005								
SUITE 600																	
(Street)			4.	4. If Amendment, Date Original Filed (MM/DD/YYYY)							(Y) 6. Individual	6. Individual or Joint/Group Filing (Check Applicable Line)					
RALEIGH, NC 27604													X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State) (Zip)											Form filed by						
			Table I -	Non-De	rivat	ive Sec	urities A	cqui	red, Di	sposed o	f, or	Beneficially Own	ed				
1. Title of Security (Instr. 3) 2. Trans.			ate 2A. Deemed Execution Date, if any		3. Trans. Co (Instr. 8)	ode	4. Securities Acquired (or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securitic Following Reported T (Instr. 3 and 4)				7. Nature of Indirect Beneficial Ownership (Instr. 4)			
							Code	V	Amoun	(A) or (D)	Price				or Indirect (I) (Instr. 4)	(msu. 4)	
Common Stock 4/28/20			28/2005			F		57	D	<u>(1)</u>	4	4389			By Spouse		
Common Stock											30	36592					
Common Stock											63947			I	By Partnership		
	Tab	le II - Der	rivative Se	ecurities	Bene	eficially	Owned (	( e.g.	, puts,	calls, wa	arran	nts, options, conve	ertible sec	curities)			
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Trans. Date	3A. Deemed Execution Date, if any	(Instr. 8)	tr. 8) Deriva Acqui Dispo		aber of tive Securities ed (A) or ed of (D) 3, 4 and 5)		6. Date Exercisable and Expiration Date		Secur Deriv	e and Amount of ities Underlying ative Security 3 and 4)	8. Price of Derivative Security (Instr. 5)	Securities Beneficially Owned	Ownersh Form of Derivativ Security:	Beneficial Ownership (Instr. 4)	
	Security			Code	v	(A)	(D)	Dat Exe	te ercisable	Expiration Date	Title	Amount or Number of Shares		Following Reported Transaction(s (Instr. 4)	Direct (I or Indirect) (I) (Instr. 4)	et	

#### **Explanation of Responses:**

(1) Restricted stock is granted by the Company and not purchased by the reporting person's spouse.

#### Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Othe			
ANDERSON GENE H C/O HIGHWOODS PROPERTIES, INC. 3100 SMOKETREE COURT, SUITE 600 RALEIGH. NC 27604	· · · · ·		Sr. Vice President				

### **Signatures**

Mack D. Pridgen III for, Gene H. Anderson

\*\*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 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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.