

[] 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 *					2.]	2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
PRIDGEN MACK D III						HIGHWOODS PROPERTIES INC [HIW]								Director 10% Owner				
(Last)	(Last) (First) (Middle)				3.]	3. Date of Earliest Transaction (MM/DD/YYYY)								X _ Officer (give title below) Other (specify below) VP, General Counsel				fy below)
C/O HIGHV INC., 3100 S SUITE 600								3/1	1/20	007								
(Street)				4.]	4. If Amendment, Date Original Filed (MM/DD/YYYY)							6. Individual or Joint/Group Filing (Check Applicable Line)						
RALEIGH,			Zip)											X Form filed b		orting Person One Reporting P	'erson	
			Table	I - Non	-Dei	ivati	ive Sec	ırities Ac	quir	ed, Di	sposed o	f, or	Ben	eficially Owne	ed			
1.Title of Security (Instr. 3) 2. Trans. I				e 2A. Deemed Execution Date, if any		3. Trans. Co (Instr. 8)	de	e 4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)			Fo	. Amount of Securities Beneficially Owned ollowing Reported Transaction(s) (nstr. 3 and 4)			Form: Beneficial	7. Nature of Indirect Beneficial Ownership		
								Code	V	Amoun	(A) or (D)	Pric	ce					(Instr. 4)
Common Stock 3/1/2007				п			F		3148 (1)	D	\$43.5	55	51978			D		
	Tab	ole II - De	rivative	Securi	ties]	Bene	ficially	Owned (e.g.	, puts,	calls, w	arrai	nts, c	options, conve	rtible sec	curities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Trans. Date	3A. Dee Execution Date, if	on (In	Frans. str. 8)	Acqui Dispo				1			rities (Underlying Security		derivative Securities Beneficially Owned	Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security			Code	Code	V	(A)	(D)	Date Exer	e rcisable	Expiration Date	Title	Amo	ount or Number of es		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	

Explanation of Responses:

(1) In accordance with the terms of the initial restricted stock award and in connection with the vesting of the award, the reporting person tendered a portion of the restricted stock award to the issuer in satisfaction of his tax liabilities.

Reporting Owners

Reporting Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
PRIDGEN MACK D III									
C/O HIGHWOODS PROPERTIES, INC.			VD Comonal Council						
3100 SMOKETREE COURT, SUITE 600			VP, General Counsel						
RALEIGH, NC 27604									

Signatures

/s/Mack D. Pridgen,III 3/5/2007

**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.