

[] 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. Issuer Name <b>and</b> Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
KELLETT SHERRY A						HWOC ]	DDS PR	OP)	ERTI	ES IN	X _ Director						
(Last)	(First)	(First) (Middle)				3. Date of Earliest Transaction (MM/DD/YYYY)							Officer (give title below) Other (specify below)				
C/O HIGHWOODS PROPERTIES, INC., 3100 SMOKETREE COURT, SUITE 600						2/5/2007											
	(Stre	et)		4	. If A	mendme	nt, Date O	rigir	al File	d (MM/D	D/YYY	Y) 6. Individual o	or Joint/G	roup Filing (	Check Appl	icable Line)	
RALEIGH, NC 27604 (City) (State) (Zip)													X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
			Table I	[ - Non-D	eriva			•	ed, Dis	sposed o	f, or	Beneficially Owner	ed				
1. Title of Security (Instr. 3)				2. Trans. Da	Exe	Deemed cution e, if any	3. Trans. Co (Instr. 8)	de	or Disposed of (D)				. Amount of Securities Beneficially Owned ollowing Reported Transaction(s) instr. 3 and 4)			7. Nature of Indirect Beneficial	
							Code	V	Amoun	(A) or (D)	Price	e e			Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common Stock				2/5/2007			A		750	A	(1)(	2)	1500		D		
	Tabl	le II - Der	ivative (	Securitie	s Ben	eficially	Owned (	e.g. ,	, puts,	calls, wa	arran	ts, options, conve	rtible sec	urities)			
Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Trans. Date	3A. Deen Execution Date, if a	n (Instr.	s. Code 5. Number Derivative Acquired Disposed (Instr. 3,		re Securities (A) or of (D)	6. Date Exercisable and Expiration Date			Securi Deriva	e and Amount of ties Underlying ative Security 3 and 4)	Derivative Security	derivative Securities Beneficially Owned	Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Security			Code	e V	(A)	(D)	Date Exer	cisable	Expiration Date		Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)		

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

- (1) Restricted stock is granted by the Company and not purchased by the reporting person.
- (2) Common shares vest in four (4) equal installments beginning on January 1, 2008 and on the following three (3) anniversaries of that date.

#### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Reporting Owner Ivanie / Address	Director	10% Owner	Officer	Other			
KELLETT SHERRY A C/O HIGHWOODS PROPERTIES, INC. 3100 SMOKETREE COURT, SUITE 600 RALEIGH, NC 27604	×						

### **Signatures**

/s/Mack D. Pridgen, III for Sherry A. Kellett

\*\*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.