

[] 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

OMB APPROVAL
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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

| Name and Address of Reporting Person * | | | | 2. Issuer Name and Ticker or Trading Symbol | | | | | | | | ool | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|---|--|---|---|---|---|---|--|--|--|-----------------------------|----------------------|-------------------------------|--|---|---|--|---|
| ICHAEL | E | | | | | IWO | ODS PR | OP | ERT | IES | IN | IC [| Director | | 10 | % Owner | |
| (Last) (First) (Middle) | | | | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | | | | | X_Officer (give title below) Other (specify below) Executive Vice President & COO | | | | |
| | | | / | | | | 2/1 | 9/2 | 007 | | | | | | | | |
| (Stre | eet) | | | 4. I | f An | nendm | ent, Date (| Origi | nal Fil | led (M | M/D | D/YYYY) | 6. Individual o | or Joint/G | roup Filing | (Check Appl | icable Line) |
| | | p) | | | | | 2/1 | 9/20 | 007 | | | | | | | 'erson | |
| | | Table I | - Non- | Der | ivati | ive Se | curities Ac | qui | | • | | <u> </u> | neficially Owne | ed | | | |
| 1.Title of Security (Instr. 3) | | | |] | Execu | tion | 3. Trans. Co (Instr. 8) | or Dispo | | osed of | of (D) | | Following Reported Transaction(s) (Instr. 3 and 4) Ownership of Form: Birect (D) | | | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | | Code | V | + | nt (| | Price | | | | or Indirect (I) (Instr. 4) | (Instr. 4) |
| | | : | 2/19/200 | 7 | | | M | | 22968 (1) | | ١. | \$45.88 | 79 | 9615 ⁽²⁾ | | D | |
| Tab | le II - Deri | ivative S | Securit | ies I | Bene | ficiall | y Owned (| e.g. | , puts | , calls | , w | arrants, | options, conve | rtible sec | curities) | | |
| 2. Conversion or Exercise Price of Derivative | 3. Trans. Date | Execution | n (Inst | | | Derivative S Acquired (A Disposed of | | e Securities (A) or of (D) | | | | Securities I Derivative | Underlying Security | 8. Price of Derivative Security (Instr. 5) | derivative Securities Beneficially Owned | 10. Ownership Form of Derivative Security: | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Security | | | Co | ode | e V (A) | | (D) | | | | | Title | Amount or Number of Shares | | Following Reported Transaction(s) (Instr. 4) | Direct (D) or Indirect (I) (Instr. 4) | |
| \$27.05 | 2/19/2007 | | N | И | | | 32444 | 3/1/ | 2002 | 2/28/2 |)12 | Common Stock | 32444 | \$27.05 | 10710 | D | |
| \$26.15 | 2/19/2007 | | N | И | | | 38684 | 3/1/ | 2004 | 2/28/2 |)14 | Common Stock | 38684 | \$26.15 | 38685 | D | |
| | | | | | | | | | | 2/28/2 | | Common | | | | | |
| | (Strong Strong S | Table II - Der Conversion or Exercise Price of Derivative Security (Street) Table II - Der 2. Conversion or Exercise Price of Derivative Security | Table II - Derivative Security S27.05 2 (Middle) (Zip) Table II - Derivative Security | Conversion or Exercise Price of Derivative Security | Conversion or Exercise Price of Derivative Security | ICHAEL E HIGH HIW (First) (Middle) 3. Date WOODS PROPERTIES, SMOKETREE COURT, (Street) 4. If An NC 27604 City) (State) (Zip) Table I - Non-Derivati 2. Trans. Date 2. Trans. Date 2/19/2007 Table II - Derivative Securities Bene 2. Conversion or Exercise Price of Derivative Security 3. Trans. 3. Date 3. Date 4. Trans. Code (Instr. 8) Code V \$27.05 \$2/19/2007 M | ICHAEL E HIGHWO HIW 3. Date of Earl | ICHAEL E (First) (Middle) (First) (Middle) (Street) (Street) | Code V Code Code | CHAEL E HIGHWOODS PROPERT | HIGHWOODS PROPERTIES | HIGHWOODS PROPERTIES IN HIW | HIGHWOODS PROPERTIES INC HIW | Check all app | Check all applicable Check all applicable Check all applicable Director Director X_ Officer (give title beld Executive Vice Presid Executive Vice Presid XOODS PROPERTIES, SMOKETREE COURT, 4. If Amendment, Date Original Filed (MM/DD/YYYY) 6. Individual or Joint/G X_ Form filed by More than (| HIGHWOODS PROPERTIES INC [HIW 3. Date of Earliest Transaction (MM/DD/YYYY) (Street) 4. If Amendment, Date Original Filed (MM/DD/YYYY) (Street) 4. If Amendment, Date Original Filed (MM/DD/YYYY) (State) (Zip) 5. Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 8) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) 7. Table II - Derivative Securities Beneficially Owned (Securities Acquired (A) or Exercison Date, if any Date Price of Derivative Securities Acquired (A) or Exercison Price of Derivative Securities Acquired (A) or Exercison Date, if any Date Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Beneficially Owned (Securities Acquired (A) or Exercison Date, if any Date Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Beneficially Owned (Securities Date) (Instr. 3) Date Exercison Date, if any Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Beneficially Owned (Securities Date) (Instr. 3) Date Derivative Securities Acquired (A) or Derivative Securities Derivative Securities Chaptying Derivative Security (Instr. 3) Date Derivative Securities Expiration Date Expiration Date Securities Chaptying Derivative Security (Instr. 3) Date Date Expiration Date Securities Chaptying Derivative Security (Instr. 5) Date Date Expiration Date Securities Chaptying Derivative Security (Instr. 4) Securities Chaptying Derivative Security (Instr. 4) Securities Securities Senentically Owned Securities Security (Instr. 3) Date Securities Senentically Owned Securities Senentically Owned Securities Senentically Owned Security (Instr. 5) Derivative Securities Senentically Owned Securitie | Check all applicable Check all applicable Check all applicable Director |

Explanation of Responses:

- (1) This represents cashless exercise in which the reporting person receives the number of shares obtained by dividing the gross spread between the exercise price and the market price (\$45.88) by the market price (\$45.88).
- (2) Amended to reflect correct current common shares outstanding.

Remarks:

Amended to reflect correct current common shares outstanding.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--|---------------|-----------|--------------------------------|-------|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | |
| HARRIS MICHAEL E C/O HIGHWOODS PROPERTIES, INC. 3100 SMOKETREE COURT, SUITE 600 RALEIGH, NC 27604 | | | Executive Vice President & COO | | | | | |

Signatures

**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.