HIGHWOODS PROPERTIES INC

Form 4

February 22, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

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obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

02/20/2007

(Print or Type I	Responses)											
PRIDGEN MACK D III Symbol HIGH			Symbol	GHWOODS PROPERTIES INC				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 3. Date of (Month/D) (•				Director 10% OwnerX Officer (give title Other (specify below) VP, General Counsel				
				Amendment, Date Original d(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
RALEIGH,	NC 27604							Form filed by M Person	fore than One Re	porting		
(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								ly Owned			
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			Code (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	rm: Direct Beneficial) or Ownership lirect (I) (Instr. 4)		
Common Stock	02/20/2007			Code V S	Amount 100	(D)	Price \$ 45.49	(Instr. 3 and 4) 360,135	D			
Common Stock	02/20/2007			S	100	D	\$ 45.45	360,035	D			
Comon Stock	02/20/2007			S	200	D	\$ 45.43	359,835	D			
Common Stock	02/20/2007			S	3,160	D	\$ 45.42	356,675	D			

S

1,400

D

355,275

D

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Common Stock					\$ 45.41		
Common Stock	02/20/2007	S	11,378	D	\$ 45.4	343,897	D
Common Stock	02/20/2007	S	9,400	D	\$ 45.39	334,497	D
Common Stock	02/20/2007	S	6,223	D	\$ 45.38	328,274	D
Common Stock	02/20/2007	S	3,722	D	\$ 45.37	324,552	D
Common Stock	02/20/2007	S	14,177	D	\$ 45.36	310,375	D
Common Stock	02/20/2007	S	6,300	D	\$ 45.35	304,075	D
Common Stock	02/20/2007	S	2,300	D	\$ 45.34	301,775	D
Common Stock	02/20/2007	S	1,000	D	\$ 45.33	300,775	D
Common Stock	02/20/2007	S	1,100	D	\$ 45.32	299,675	D
Common Stock	02/20/2007	S	2,100	D	\$ 45.31	297,575	D
Common Stock	02/20/2007	S	500	D	\$ 45.3	297,075	D
Common Stock	02/20/2007	S	1,500	D	\$ 45.29	295,575	D
Common Stock	02/20/2007	S	100	D	\$ 45.28	295,475	D
Common Stock	02/20/2007	S	500	D	\$ 45.27	294,975	D
Common Stock	02/20/2007	S	900	D	\$ 45.26	294,075	D
Common Stock	02/20/2007	S	900	D	\$ 45.25	293,175	D
Common Stock	02/20/2007	S	600	D	\$ 45.24	292,575	D
Common Stock	02/20/2007	S	100	D	\$ 45.22	292,475	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

1. Title o	f 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivativ	e Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	/Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		Or		
						Exercisable	Date		Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PRIDGEN MACK D III C/O HIGHWOODS PROPERTIES, INC. 3100 SMOKETREE COURT, SUITE 600 RALEIGH, NC 27604

VP, General Counsel

Signatures

/s/Mack D. 02/22/2007 Pridgen, III

**Signature of Date
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).

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.

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