#### **ZUCKERMAN STEPHEN L**

Form 4

November 30, 2004

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

**OMB APPROVAL** 

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

response...

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

Check this box

obligations may continue. See Instruction

1. Name and Address of Reporting Person \*

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

| ZUCKERM                              | Symbol                               | Symbol APA Enterprises, Inc. [APAT]                         |   |   |        | Issuer (Check all applicable) |  |  |   |  |
|--------------------------------------|--------------------------------------|---|---|---|--------|-------------------------------|--|--|---|--|
| (Last)                               | (First) (M                           | (Month/D  | 3. Date of Earliest Transaction (Month/Day/Year) 11/29/2004 |   |        | _X_ Director                  | 10%  | Owner<br>er (specify   |   |  |
|                                      | (Street)                             | Filed(Mon   | 4. If Amendment, Date Original Filed(Month/Day/Year)        |   |        |                               | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |   |  |
| (City)                               | (State)                              | Zip) Table  | e I - Non-D   | erivative S                                   | Securi | ties Acc                      | quired, Disposed o   | of, or Beneficial  | ly Owned  |  |
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactic<br>Code<br>(Instr. 8)                      | 4. Securi<br>on(A) or Do<br>(D)<br>(Instr. 3, | ispose | d of                          | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)                             | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
| Common<br>Stock                      | 11/29/2004                           |   | S   | 1,500   | D      | \$<br>2.34                    | 28,000   | Ι  | Spouse  |  |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

### Edgar Filing: ZUCKERMAN STEPHEN L - Form 4

| 1. Title of                          | 2.  | 3. Transaction Date |   | 4.                              | 5.   | 6. Date Exercis |                    | 7. Title and   | 8. Price of                          | 9. Nu   |
|--------------------------------------|---|---------------------|---|---------------------------------|--|-----------------|--------------------|--|--------------------------------------|---|
| Derivative<br>Security<br>(Instr. 3) | Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | (Month/Day/Year)    | Execution Date, if any (Month/Day/Year) | Transacti<br>Code<br>(Instr. 8) | orNumber<br>of<br>Derivativ<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | ;               |                    | Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4 | Derivative<br>Security<br>(Instr. 5) | Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|                                      |   |                     |   | Code V                          | ĺ  |                 | Expiration<br>Date | Title Amour<br>or<br>Numbe<br>of<br>Shares               | er                                   |   |

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|
|                                | Director      | 10% Owner | Officer | Other |  |  |
| ZUCKERMAN STEPHEN L            |               |           |         |       |  |  |
|                                | X             |           |         |       |  |  |

# **Signatures**

Stephen L.

Zuckerman MD

\*\*Signature of Reporting Person

Date

## **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).

#### **Remarks:**

Dr. Zuckerman is reporting a sale by spouse and is claiming no beneficial ownership interest in these shares.

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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