

PARK ELECTROCHEMICAL CORP  
Form 8-K  
November 21, 2007

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): November 15, 2007**

**PARK ELECTROCHEMICAL CORP.**

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(Exact Name of Registrant as Specified in Charter)

**New York**

**1-4415**

**11-1734643**

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(State or Other Jurisdiction of Incorporation)

(Commission File Number)

(IRS Employer Identification No.)

**48 South Service Road, Melville, New York**

**11747**

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(Address of Principal Executive Offices)

(Zip Code)

**Registrant's telephone number, including area code (631) 465-3600**

**Not Applicable**

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**Former Name or Former Address, if Changed Since Last Report**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On November 15, 2007, the Board of Directors of Park Electrochemical Corp. (the Company ) amended Article V of the By-Laws of the Company, effective November 15, 2007, to comply with the New York Stock Exchange direct registration eligibility requirements for book-entry ownership of the Company s common stock.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

3 By-Laws, as amended as of November 15, 2007

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PARK ELECTROCHEMICAL CORP.

Date: November 21, 2007

By:           /s/ Stephen E. Gillhuley          

Name: Stephen E. Gillhuley  
Title: Executive Vice President,  
Secretary and General Counsel

**EXHIBIT INDEX**

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