#### GRINDSTAFF NICHOLAS M

Form 4 March 02, 2007

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB** Washington, D.C. 20549 Number:

**OMB APPROVAL** 

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2005

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

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

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Form 5

obligations

(Print or Type Responses)

1 Name and Address of Departing De

I. Name and A GRINDSTA	_	Symbol		nd Ticker or Trading  VICES INC [PWR]	S. Relationship of Reporting Person(s) to Issuer					
(T)	(E)	05111				(Che	ck all applicable	e)		
(Last)	(First)	(Middle)	3. Date o	f Earliest	Fransaction					
			(Month/I	Day/Year)		Director	10%			
1360 POST	OAK BLVD	., SUITE	02/28/2	.007		_X_ Officer (giv		er (specify		
2100						below)	below) Treasurer			
							Heasurer			
		4. If Amo	endment, I	Date Original	6. Individual or Joint/Group Filing(Check					
		Filed(Mo	nth/Day/Ye	ar)	Applicable Line)					
					_X_ Form filed by One Reporting Person					
HOUSTON, TX 77056-3023						Form filed by More than One Reporting				
	,					Person				
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative Securities Acc	quired, Disposed o	of, or Beneficial	ly Owned		
1.Title of	2 Transaction	Date 2A. Dee	emed	3.	4. Securities Acquired	5 Amount of	6. Ownership	7 Nature o		
Committee					tion(A) on Disposed of (D)		Comm. Diment			

		Table	c I - Moli-D	ciivative	Secui	mes Acq	un cu, Disposcu o	ed of, of Deficientially Owned						
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transactio Code	4. Securion(A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial					
		(Month/Day/Year)			(Instr. 8)			Indirect (I) (Instr. 4)	Ownership (Instr. 4)					
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)							
Common Stock	02/28/2007(1)		F	881 (2)		\$ 22.68	32,477	D						
Common Stock	02/28/2007		F	740 (2)	D	\$ 22.68	31,737	D						
Common Stock	02/28/2007		F	666 (2)	D	\$ 22.68	31,071	D						

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

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#### number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	Number Expiration Date		Amount	t of	Derivative	Deriv	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securiti	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									\		
									Amount		
						Date	Expiration	0 T:41- N			
						Exercisable	Date		Number		
				C + V	(A) (D)			0			
				Coae V	(A) (D)			S	Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GRINDSTAFF NICHOLAS M 1360 POST OAK BLVD., SUITE 2100 HOUSTON, TX 77056-3023

Treasurer

### **Signatures**

/s/ Nicholas M.
Grindstaff
03/01/2007

\*\*Signature of Reporting Date
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).
- (1) Exhibit 24 Power of Attorney
- (2) These shares were withheld to cover taxes associated with vest of shares of restricted stock issued under the Company's 2001 Stock Incentive Plan (as amended and restated March 13, 2003).

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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