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ABRAMS INDUSTRIES INC Form 8-K February 21, 2006

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): February 15, 2006 ABRAMS INDUSTRIES, INC.

(Exact name of Registrant as Specified in its Charter)

Georgia 0-10146 58-0522129

(State or other Jurisdiction of (Commission File (IRS Employer Incorporation or Organization) Number) Identification No.)

> 1945 The Exchange Suite 300 Atlanta, Georgia

30339-2029

(Address of principal executive offices)

(Zip code)

Registrant s telephone number, including area code: (770) 953-0304

Not Applicable

(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 (see General Instruction A.2.):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.02 DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS.

Mr. Felker W. Ward, Jr., 72, retired as a Director of the Company effective February 15, 2006, following 14 years of continuous service on the Board of Directors.

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SIGNATURES

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

ABRAMS INDUSTRIES, INC.

Dated: February 21, 2006 By: /s/ Mark J. Thomas

Mark J. Thomas

Chief Financial Officer

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