

Edgar Filing: PARK CITY GROUP INC - Form 4

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly by the reporting person.
 * If the form is filed by more than one reporting person, see Instruction on 4(b) (v).

FORM 4 (CONTINUED)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title Number of Shares

Explanation of Responses: Resignation of Park City Group, Inc., Chief Financial Officer and Corporate Secretary

/s/ Barbara J. Ray (1) 9/17/02

 Signature of Reporting Person Date

(1) 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, refer to Instruction 6 for procedure.
 Potential persons who are to respond to the collection of information in this form are not required to do so unless the form displays a valid OMB Number.

[PARK CITY GROUP, INC. LETTERHEAD]

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333 Main Street #300
P.O. Box 5000
Park City, UT 84060
(435) 649-2221
Fax: (435) 645-2110

September 17, 2002

Randall K. Fields
President and CEO
Park City Group, Inc.
333 Main Street #300
P.O. Box 5000
Park City, UT 84060

Re: Barbara J. Ray

Dear Randy:

I regret to inform you that I will be leaving the employment of Park City Group as well as resigning from my current duties as Chief Financial Officer and Corporate Secretary in order to pursue other interests. My last day is effective September 17, 2002.

It has been a pleasure working here. Please feel free to call me if you have questions.

Sincerely,

/s/ Barbara J. Ray

Barbara J. Ray

BJR/egis