FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Machinatan	D C	20540
Washington,	D.C.	20549

TEMENT OF	CHANGES II	N BENEFICIAL	OWNERSHIP

OMB APPRO	DVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Last)	KER N V		(Middle)		3. C	OPE	R INI	ne and Ticker or Trading Symbol INDUSTRIES INC /DE/ [ROP] rliest Transaction (Month/Day/Year)					(Ch	helow)	cable) or (give title		10% Ov Other (s below)	vner
(Street) DULUT			30097 (Zip)		4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)							Lin	e) X Form t	or Joint/Group Filing (Check Applicable rm filed by One Reporting Person rm filed by More than One Reporting rson			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)						Execution Date,			Code (In	str.	5) (4) or		str. 3, 4 and	and Securities Beneficially Owned Follow Reported Transaction(s)		Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
	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)	3A. Deeme Execution if any (Month/Day	d Date,	4. Transactio		5. Number 6		6. Date Exercisa Expiration Date (Month/Day/Yea		ble and	7. Title and Amount o Securities Underlyin Derivative (Instr. 3 ar	d f g Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	ve es ially ng d tion(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable	Ex Da	piration ate	Title	of Shares					
Employee Stock Purchase (right to buy)	\$62.71	04/18/2005			A		6,000		(1)	04	/17/2015	Common Stock	6,000	\$0.00	6,000		D	

Explanation of Responses:

1. 4,000 options vest May 31, 2005, 667 options vest February 17, 2006, 667 options vest February 17, 2007 and 666 options vest February 17, 2008.

Remarks:

N. Will Crocker, by Paul J. Soni, His attorney-in-fact, pursuant to Power of Attorney dated August 16, 2004.

04/20/2005

** Signature of Reporting Person Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.