

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

1. Name and Address of Reporting Person* <u>MORGAN JAMES B</u>  (Last) (First) (Middle) 331 32ND AVENUE PO BOX 5128  (Street) BROOKINGS SD 57006  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>DAKTRONICS INC /SD/ [ DAKT ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>CEO &amp; President</b>
	3. Date of Earliest Transaction (Month/Day/Year) 06/28/2005	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Daktronics, Inc. Zero Par Value Common Stock	06/28/2005		M		20,000	A	\$1.05	706,492	D	
Daktronics, Inc. Zero Par Value Common Stock	06/28/2005		M		20,000	A	\$1.33	726,492	D	
Daktronics, Inc. Zero Par Value Common Stock								18,747.51	I	By Daktronics, Inc. 401(K) Plan
Daktronics, Inc. Zero Par Value Common Stock								800	I	By Child A
Daktronics, Inc. Zero Par Value Common Stock								800	I	By Child B

**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. Deemed Execution Date, if any (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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Daktronics, Inc. Incentive Stock Option	\$1.05	06/28/2005		M		20,000		11/14/1997 <sup>(2)</sup>	11/13/2006	Daktronics, Inc. Zero Par Value Common Stock	\$0	0.00	D	
Daktronics, Inc. Incentive Stock Option	\$1.33	06/28/2005		M		20,000		08/21/1998 <sup>(3)</sup>	08/20/2007	Daktronics, Inc. Zero Par Value Common Stock	\$0	0.00	D	

**Explanation of Responses:**

- 2. 20% vested each year for a total of five years - Remaining vesting schedule - 11/14/98-20%, 11/14/99-20%, 11/14/00-20%, 11/14/01-20%
- 3. 20% vested each year for a total of five years - Remaining vesting schedule - 8/21/99-20%, 8/21/00-20%, 8/21/01-20%, 8/21/02-20%

**Remarks:**

By: /s/ James B. Morgan 06/30/2005

\*\* 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.