

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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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).

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person*</b> SCHAIR DOUGLAS M  <hr/> (Last)                      (First)                      (Middle) PO BOX 402  <hr/> (Street) PORTLAND      ME                      04112  <hr/> (City)                      (State)                      (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> ROCK OF AGES CORP [ ROAC ]  <b>3. Date of Earliest Transaction (Month/Day/Year)</b> 08/09/2004  <b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director                      10% Owner  Officer (give title below)                      Other (specify below)
		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <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			
Class A Common Stock	08/09/04		P		150	A	\$7.92	537,603 <sup>1</sup>	D	
Class A Common Stock	08/11/04		P		2,000	A	\$7.91	539,603	D	
Class A Common Stock								18,800	I	By Trust

**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						Title
Stock Option (right to buy)	\$5.98	02/08/2002		A <sup>(2)</sup>		15,000		02/08/2003	02/08/2012	Class A Common Stock	15,000	\$0	15,000	D	
Stock option (right to buy)	\$8.21	07/29/2004		A <sup>(3)</sup>		6,000		07/29/2005	07/29/2008	Class A Common Stock	6,000	\$0	21,000	D	

**Explanation of Responses:**

- 1 Amount reflects a correction to the Form 4 filed on behalf of the reporting person on August 2, 2004. In that report, the total number of securities beneficially owned following reported transactions was erroneously reported as 537,653. The correct total was 537,453.
2. Grant to reporting person of option to buy shares of common stock under the Rock of Ages 1994 Stock Plan in a transaction exempt under Rule 16b-3. The option vests in 20% increments on 02/08/2003, 02/08/2004, 02/08/2005, 02/08/2006 and 02/08/2007, respectively.
3. Grant to reporting person of option to buy shares of common stock under the Rock of Ages 1994 Stock Plan in a transaction exempt under Rule 16b-3. The option vests in 1/3 increments on 07/29/2005, 07/29/2006 and 07/29/2007, respectively.

/s/ Douglas M. Schair

08/16/2004

\*\* 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.

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