

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

1. Name and Address of Reporting Person* SHIPP TERRY			2. Issuer Name and Ticker or Trading Symbol ROCK OF AGES CORP [ROAC]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/05/2004		Director 10% Owner		
1405 ESSEX COURT					<input checked="" type="checkbox"/> Officer (give title below) Other (specify below)		
					Senior Vice President/Ohio Valley and Central Region		
(Street)		(City)	4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line)		
ELIZABETHTOWN KY		42701			<input checked="" type="checkbox"/> Form filed by One Reporting Person		
					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	05/05/2004		M		15,000	A	\$4.94	16,000	D	
Class A Common Stock	05/05/2004		S		200	D	\$7.16	15,800	D	
Class A Common Stock	05/05/2004		S		4,800	D	\$7.15	11,000	D	
Class A Common Stock	05/05/2004		S		4,910	D	\$7.18	6,090	D	
Class A Common Stock	05/05/2004		S		90	D	\$7.19	6,000	D	

**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)	\$4.94	07/20/2000		A ⁽¹⁾		15,000		07/20/2001	07/20/2004	Class A Common Stock	15,000	\$0	15,000	D	
Stock Option (right to buy)	\$5.98	02/08/2002		A ⁽²⁾		10,000		02/08/2003	02/08/2012	Class A Common Stock	10,000	\$0	25,000	D	
Stock Option (right to buy)	\$4.94	05/05/2004		M ⁽¹⁾			15,000	07/20/2001	07/20/2004	Class A Common Stock	15,000	\$0	10,000	D	

Explanation of Responses:

- 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 07/20/01, 07/20/02 and 07/20/03, respectively.
- 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 02/08/03, 02/08/04, 02/08/05, 02/08/06 and 02/08/07, respectively.

/s/Terry Shipp

05/07/2004

** 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.

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.