

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**OMB APPROVAL**

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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>Knecht Edward F</u>	2. Date of Event Requiring Statement (Month/Day/Year) <u>10/03/2003</u>	3. Issuer Name and Ticker or Trading Symbol <u>NATIONAL BEVERAGE CORP [FIZ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) <u>EVP - Procurement</u> Other (specify below) _____	5. If Amendment, Date of Original Filed (Month/Day/Year)
(Last) (First) (Middle) <u>ONE NORTH UNIVERSITY DRIVE</u> <u>BUILDING A, 4TH FLOOR</u>			
(Street) <u>PLANTATION FL</u> <u>33324</u>			
(City) (State) (Zip)			
6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person			

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock</u>	<u>35,600⁽¹⁾</u>	<u>D</u>	

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Stock Option</u>	<u>12/22/2000</u>	<u>12/22/2005</u>	<u>Common Stock</u>	<u>8,000</u>	<u>1.19</u>	<u>D</u>	
<u>Stock Option</u>	<u>05/17/2001</u>	<u>05/17/2006</u>	<u>Common Stock</u>	<u>14,000</u>	<u>2.5</u>	<u>D</u>	
<u>Stock Option</u>	<u>06/22/2003</u>	<u>06/22/2008</u>	<u>Common Stock</u>	<u>6,000</u>	<u>4.94</u>	<u>D</u>	
<u>Stock Option</u>	<u>11/16/2002</u>	<u>11/06/2011</u>	<u>Common Stock</u>	<u>12,000</u>	<u>4.5⁽²⁾</u>	<u>D</u>	
<u>Stock Option</u>	<u>01/04/2005</u>	<u>01/04/2012</u>	<u>Common Stock</u>	<u>100</u>	<u>3.6⁽³⁾</u>	<u>D</u>	
<u>Stock Option</u>	<u>01/25/2005</u>	<u>01/25/2012</u>	<u>Common Stock</u>	<u>100</u>	<u>3.63⁽³⁾</u>	<u>D</u>	
<u>Stock Option</u>	<u>03/11/2005</u>	<u>03/11/2012</u>	<u>Common Stock</u>	<u>200</u>	<u>3.83⁽³⁾</u>	<u>D</u>	
<u>Stock Option</u>	<u>10/31/2005</u>	<u>10/31/2012</u>	<u>Common Stock</u>	<u>1,100</u>	<u>4.35⁽³⁾</u>	<u>D</u>	
<u>Stock Option</u>	<u>05/11/2007</u>	<u>05/11/2014</u>	<u>Common Stock</u>	<u>200</u>	<u>5.4⁽³⁾</u>	<u>D</u>	

Explanation of Responses:

1. Includes 16,000 shares to be received pursuant to the exercise of options, the delivery of which was deferred.

2. The options vest over an eight year period in relatively equal amounts at approximately 16 month intervals. The exercise price can be reduced and the vesting schedule can be accelerated by the Optionee purchasing and maintaining ownership of shares of the Company's common stock and/or the Company achieving performance objectives as determined by the Board. Based upon the maximum required ownership of common stock as provided in the Stock Option Agreement together with the Company achieving the performance targets previously established by the Board, the option can fully vest after approximately 54 months and the exercise price can be reduced to the par value of the Company's common stock, or \$0.1 per share.

3. Under the Company's Key Employee Equity Partnership Program ("KEEP"), Mr. Knecht received grants of KEEP options, based upon purchases of shares of common stock by Mr. Knecht on the dates indicated above (all share and per share dollar amounts are adjusted for the one hundred percent (100%) stock dividend paid on March 22, 2004). The KEEP options are granted at an initial exercise price of sixty percent (60%) of the purchase price for the shares of National Beverage Corp. common stock acquired and reduced to the par value of the Company's stock at the end of the six year vesting period. Reference is made to Exhibit 10-21 of the Company's Form 10K for the one year ended May 2, 1998 for a full description of the terms of the KEEP plan.

/s/ Edward F. Knecht09/24/2004

** 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 5 (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.