

SPACEHAB INC \WA\  
Form 8-K  
May 26, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of**  
**The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) May 25, 2005

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**SPACEHAB, Incorporated**

(Exact name of registrant as specified in its charter)

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**Washington**  
(State or other jurisdiction  
of incorporation)

**0-27206**  
(Commission File Number)

**91-1273737**  
(IRS Employer  
Identification No.)

**12130 Galveston Road (Hwy 3), Building 1, Webster, Texas**  
(Address of principal executive offices)

**77598**  
(Zip Code)

Registrant's telephone number, including area code (713) 558-5000

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(Former name or former address, if changed since last report.)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Section 2 - Financial Information**

**Item 2.01 Completion of Acquisition or Disposition of Assets.**

On May 26, 2005, SPACEHAB, Incorporated issued a press release announcing, among other things, the purchase and sale lease-back of the Company's 90,000 square-foot administrative facility in Webster, Texas. The Company purchased the building and the adjacent three acres of land from American National Insurance Corporation for the value of \$2.0 million. The Company then sold the building excluding the three acres of adjacent undeveloped land to R&H Investments and Irving Levine Investments for \$3.25 million. The Company will lease back 100% of the facility for an initial period of ten years, with two five-year options. The Company will retain the adjacent 3.0 acres parcel for future development or sale.

**Section 9 - Financial Statements and Exhibits**

**Item 9.01 Financial Statements and Exhibits.**

A copy of the Press Release for the purchase and sale lease-back of the Ellington facility is attached as Exhibit 99.1.



EXHIBIT INDEX

| <u>Exhibit No.</u> | <u>Description</u>                 |
|--------------------|------------------------------------|
| 99.1               | Press Release, dated May 26, 2005. |