FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington. | D.C. | 20549 | |
|-------------|------|-------|--|

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| | OMB APPRO | VAL | | | | | | | |
|---|--------------------------|-----------|--|--|--|--|--|--|--|
| | OMB Number: | 3235-0362 | | | | | | | |
| l | Estimated average burden | | | | | | | | |
| l | hours per response: | 1.0 | | | | | | | |

Form 3 Holdings Reported.

Instruction 1(b)

| Form 4 | Transactions R | eported. | Fil | ed pursuant to or Sectior | | | | | | | | | | | | | | |
|---|--|---|---|---|---|---|--|--|---------|---|---|---|---|---|---|---|---|--|
| 1. Name and Address of Reporting Person* IMBER BARRY | | | | | 2. Issuer Name and Ticker or Trading Symbol PMC COMMERCIAL TRUST /TX [PCC] | | | | | | | 5. Relationship of Report (Check all applicable) X Director | | | , | | Issuer Owner | |
| (Last) PMC CO | | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2004 | | | | | | /Year) | | | | | Othe belo | er (specify w) | | | | |
| 17950 PR | RESTON RO | OAD SUITE 600 |) | 4. If Amen | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | |
| (Street) DALLAS TX 75252 | | | | = | | | | | | | | | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (Sta | ate) (| Zip) | | | | | | | | | | | | | | | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | |
| Date | | 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 (D) (Instr. 3, 4 and 5) | | | | Of S. Amount of Securities Beneficially Owned at end of | | | 6. Ownership Form: Direct (D) or | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | | | | Amount (A | | (A) or (D) | Price | | Issuer's Fiscal Year (Instr. 3 and 4) | | Indirect (I) (Instr. 4) | | (Instr. 4) | |
| Common Shares of Beneficial Interest | | 12/31/2004 | | P | | | 576.1671 A | | \$14.31 | | 10,964.1671 | | | D | | | | |
| Common Shares of Beneficial Interest | | 12/31/2004 | | P | | | 6 | | A | \$14.31 | | 732 | | | I | Held in IRA FBO Susan Imber | | |
| Common Shares of Beneficial 12/31/2004 | | | | | P | | | 12 A \$14. | | \$14.31 | 1 805 | | 05 | | 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) | of Deriv Secu Acqu (A) or Dispo | Expired (Monument of Monument | | ate Exercisable an ration Date nth/Day/Year) Expirati | | Amo Secu Undo Deriv Secu and | 7. Title and Amount of Securities Underlying Derivative Security (Instr. : and 4) Amoun or Numbe of Title Shares | | Price of erivative ecurity istr. 5) | 9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4) | ly | 10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4 | Beneficial Ownership t (Instr. 4) | |

Explanation of Responses:

Barry Imber under POA

02/07/2005

** Signature of Reporting Person Date

 $Reminder: Report \ on \ a \ separate \ line \ for \ each \ class \ of \ securities \ beneficially \ owned \ directly.$

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.

^{*} 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).