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WESTERN SIZZLIN CORP
Form SC 13D/A
May 18, 2005

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D
(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO
RULE 13d-2(a)

Amendment No. 3

Western Sizzlin Corporation

(Name of Issuer)

Common Stock, par value \$.01 per share

(Title of Class of Securities)

959542101

(CUSIP Number)

Shawn Sedaghat
9701 Wilshire Blvd. #1110, Beverly Hill, CA 90201
(310)205-9038

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

May 16, 2005

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box / /.

(Continued on following pages)

(Page 1 of 5 Pages)

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1 NAME OF REPORTING PERSON

Shawn Sedaghat

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (A) / / (B) / /

3 SEC USE ONLY

4 SOURCE OF FUNDS*

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PF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS
2(D) OR 2(E): / /

6 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF SHARES BENEFICIALLY OWNED BY REPORTING PERSON WITH

7 SOLE VOTING POWER

1,442,500

8 SHARED VOTING POWER

0

9 SOLE DISPOSITIVE POWER

1,442,500

10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,442,500

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES* / /

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

12.11%

14 TYPE OF REPORTING PERSON*

IN

CUSIP NO. 959542101

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AMENDMENT NO. 3 TO SCHEDULE 13D

This Amendment No. 3, dated May 17, 2005, to Schedule 13D is filed by the Reporting Person and amends Schedule 13D as previously filed by the Reporting Person with the Securities and Exchange Commission on April 4, 2005, as Amended on April 25, 2005 and April 28, 2005 (the "Schedule 13D"), relating to the common stock, \$.01 par value (the "Shares") of Western Sizzlin Corporation, a Delaware corporation.

Items 3 and 5 of the Schedule 13D are hereby amended and restated as follows:

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

As of May 17, 2005, the Reporting Person has invested \$1,116,700 in the Shares of the Issuer using his personal funds.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

As the holder of sole voting and investment authority over the Shares owned

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by Reporting Person, Reporting Person may be deemed, for purposes of Rule 13d-3 under the Securities Exchange Act of 1934, as amended, to be the beneficial owner of the aggregate amount of 1,442,500 Shares representing approximately 12.11% of the outstanding shares (based upon 11,908,571 shares outstanding as of May 16, 2005, as reported on the latest 10-Q of the Issuer)

The Reporting Person effected transaction in the Shares during the past 60 days as set forth below:

| | | | |
|----------|----------------------|------------|----------|
| 03/04/05 | Open Market Purchase | 184,500.00 | \$0.7500 |
| 03/04/05 | Open Market Purchase | 20,000.00 | \$0.7325 |
| 03/07/05 | Open Market Purchase | 5,000.00 | \$0.7500 |
| 03/08/05 | Open Market Purchase | 5,000.00 | \$0.7500 |
| 03/14/05 | Open Market Purchase | 15,000.00 | \$0.7500 |
| 03/17/05 | Open Market Purchase | 2,500.00 | \$0.7500 |
| 03/21/05 | Open Market Purchase | 5,000.00 | \$0.7500 |
| 03/23/05 | Open Market Purchase | 475,000.00 | \$0.7500 |
| 03/24/05 | Open Market Purchase | 5,000.00 | \$0.7500 |
| 04/05/05 | Open Market Purchase | 2,500.00 | \$0.7500 |
| 04/08/05 | Open Market Purchase | 18,000.00 | \$0.7500 |
| 04/12/05 | Open Market Purchase | 2,500.00 | \$0.7700 |
| 04/14/05 | Open Market Purchase | 24,500.00 | \$0.8000 |
| 04/15/05 | Open Market Purchase | 22,500.00 | \$0.8000 |
| 04/22/05 | Open Market Purchase | 20,000.00 | \$0.8000 |
| 04/25/05 | Open Market Purchase | 412,500.00 | \$0.8000 |

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| | | | |
|---------|----------------------|---------|----------|
| 4/26/05 | Open Market Purchase | 5,000 | \$0.8000 |
| 4/27/05 | Open Market Purchase | 157,500 | \$0.8000 |
| 5/16/05 | Open Market Purchase | 3,000 | \$0.8000 |
| 5/17/05 | Open Market Purchase | 57,500 | \$0.8000 |

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

Not applicable

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

Not applicable

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Statement is true, complete and correct.

DATED: May 17, 2005

By: /s/ Shawn Sedaghat

Shawn Sedaghat

