FLANIGANS ENTERPRISES INC

Form 4/A October 23, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

Symbol

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

may continue. See Instruction

1(b).

(Print or Type Responses)

FLANIGAN JAMES II

1. Name and Address of Reporting Person *

			FLANIGANS ENTERPRISES INC [BDL]						(Check all applicable)				
(Last) (First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year)						_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below)			
5059 NORTHEAST 18TH AVE				10/13/2008						CEO and President			
(Street) FORT LAUDERDALE, FL 33334				4. If Amendment, Date Original Filed(Month/Day/Year) 10/22/2008						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
	(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										ly Owned	
	1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	e) Execution	med on Date, if Day/Year)	Code (Instr. 8	(A) or			of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
	Common Stock	10/13/2008			A		36,838	A	\$ 0 (1)	343,865	D (2)		
	Common Stock	10/15/2008			P		6,200	A	\$ 4.15	350,065	D		
	Common Stock	10/15/2008			P		500	A	\$ 4.15	350,565	D		
	Common Stock	10/15/2008			P		400	A	\$ 4.15	350,965	D		
	Common Stock	10/15/2008			P		25	A	\$ 4.15	350,990	D		

OMB APPROVAL

3235-0287

January 31,

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Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

Issuer

Estimated average

burden hours per

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Common Stock 10/15/2008 P 375 A \$ 351,365 D (3)

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

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SEC 1474

(9-02)

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

1. T	Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of	9. Nu
Der	rivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ionNumber	Expiration D	ate	Amoun	t of	Derivative	Deriv
Sec	urity	or Exercise		any	Code	of	(Month/Day/	/Year)	Underly	ying	Security	Secui
(Ins	str. 3)	Price of		(Month/Day/Year)	(Instr. 8	Derivativ	e		Securiti	ies	(Instr. 5)	Bene
		Derivative				Securities	S		(Instr. 3	3 and 4)		Own
		Security				Acquired				Follo		
						(A) or						Repo
						Disposed						Trans
						of (D)						(Instr
						(Instr. 3,						
						4, and 5)						
										Amount		
							Date	Expiration				
							Exercisable	Date				
					Code V	/ (A) (D)						
					Code V	4, and 5)	Exercisable	•	Title N	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
•	Director	10% Owner	Officer	Other				
FLANIGAN JAMES II								
5059 NORTHEAST 18TH AVE	X	X	CEO and President					
FORT LAUDERDALE, FL 33334								

Signatures

/s/ James
Flanigan II

**Signature of Reporting Person

10/23/2008

Date

Explanation of Responses:

- * 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).
- (1) Gift
- (2) Shares acquired by James G. Flanigan Irrevocable Trust #1, by gift.
- (3) Includes 126,738 shares owned by a trust of which James G. Flanigan is one of the trustees and a beneficiary, 400 shares owned as custodian for his children, 12,776 shares owned by his spouse and 13,700 shares owned by a trust for his children and of which he is the

Reporting Owners 2

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trustee.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.