MORGANS FOODS INC

Form 4 March 28, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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obligations

Check this box

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. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Moab Partners LP			2. Issuer Name and Ticker or Trading Symbol MORGANS FOODS INC [MRFD]	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (M		(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
			(Month/Day/Year)	DirectorX 10% Owner		
152 EAST 62ND STREET			03/23/2007	Officer (give title Other (specify below)		
((Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
NEW YORK, N	Y 10021		Filed(Month/Day/Year)	Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting		
ŕ	(State)	(Zin)		Person		

(City)	(State)	Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)		sed of 4 and (A) or	` '	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Shares	03/27/2007		P	1,000	A	\$ 12.3	287,542 <u>(1)</u>	D	
Common Shares	03/28/2007		P	640	A	\$ 12.3625	288,182 (1)	D	

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

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

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exer Expiration D		7. Titl		8. Price of Derivative	9. Nu Deriv
Security	or Exercise	· · · ·	any	Code	of	(Month/Day/		Under	rlving	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		` .	10)	Secur	, ,	(Instr. 5)	Bene
(111341. 3)	Derivative		(Month Buy Tear)	(111511.0)	Securities				3 and 4)	(111501.5)	Own
	Security				Acquired	•		(msu.	. <i>3</i> and 4)		Follo
	Security										
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	Title	Or		
						Exercisable	exercisable Date	ritie	Number		
				C 1 V	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
Troporting O Water Tumo / Trum 1000	Director	10% Owner	Officer	Other		
Moab Partners LP 152 EAST 62ND STREET NEW YORK, NY 10021		X				
Moab Capital Partners LLC 152 EAST 62ND STREET NEW YORK, NY 10021		X				
Moab GP LLC 152 EAST 62ND STREET NEW YORK, NY 10021		X				
Rothenberg Michael 152 EAST 62ND STREET NEW YORK, NY 10021		X				
Sackler David 152 EAST 62ND STREET NEW YORK, NY 10021		X				

Signatures

Moab Partners, L.P. By: Moab Capital Partners, LLC, its general partner By: /s/ Michael M.					
Rothenberg					
**Signature of Reporting Person	Date				
Moab Capital Partners, LLC By: /s/ Michael M. Rothenberg					
**Signature of Reporting Person	Date				
Moab GP, LLC By: /s/ Michael M. Rothenberg					
**Signature of Reporting Person	Date				
/s/ Michael M. Rothenberg	03/28/2007				
**Signature of Reporting Person	Date				

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/s/ David A. Sackler 03/28/2007

**Signature of Reporting Person

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).
 - The securities are owned directly by Moab Partners, L.P. (the "Fund"). Moab Capital Partners, LLC ("Moab LLC") is the investment adviser to the Fund and may be deemed to beneficially own the securities under Section 13(d) of the Securities Exchange Act of 1934 (the "Exchange Act"). Moab GP, LLC ("Moab GP") is the general partner of the Fund and may be deemed to beneficially own the securities
- (1) under Section 13(d) of the Exchange Act. Michael M. Rothenberg and David A. Sackler are part owners and Managing Members of Moab LLC and Moab GP and may also be deemed to beneficially own the securities under Section 13(d) of the Exchange Act. Moab LLC, Moab GP and Messrs. Rothenberg and Sackler disclaim beneficial ownership of the securities for purposes of Section 16 of the Exchange Act, except the extent of their pecuniary interest in the securities.

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.

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