

ALEXANDERS J CORP
Form 4
September 27, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Fidelity National Financial, Inc.

2. Issuer Name and Ticker or Trading Symbol
ALEXANDERS J CORP [JAX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
601 RIVERSIDE AVENUE,

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/25/2012

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

JACKSONVILLE, FL 32204

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 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 of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock, par value \$0.05 per share | 09/25/2012 | | P | (A) or (D) Amount 497,027 (2) | \$ 14.5 5,294,759 | I | By New Athena Merger Sub Inc. (1) |
| Common Stock, par value \$0.05 per share | 09/26/2012 | | P | (A) or (D) Amount 1,408,659 (2) (3) | \$ 14.5 6,703,418 | I | By New Athena Merger Sub Inc. (1) |

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

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 control number.

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(9-02)

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) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Fidelity National Financial, Inc. 601 RIVERSIDE AVENUE JACKSONVILLE, FL 32204 | | X | | |
| Fidelity National Special Opportunities, Inc. C/O FIDELITY NAT'L.INFO.SERVICES, INC. 601 RIVERSIDE AVENUE JACKSONVILLE, FL 32204 | | X | | |
| New Athena Merger Sub, Inc. C/O FIDELITY NATIONAL FINANCIAL, INC. 601 RIVERSIDE AVENUE JACKSONVILLE, FL 32204 | | X | | |

Signatures

FIDELITY NATIONAL FINANCIAL, INC. By: /s/ Michael L. Gravelle Executive Vice President, General Counsel and Corporate Secretary 09/27/2012
 **Signature of Reporting Person Date

FIDELITY NATIONAL SPECIAL OPPORTUNITIES, INC. By: /s/ Michael L. Gravelle, Executive Vice President, General Counsel and Corporate Secretary 09/27/2012
 **Signature of Reporting Person Date

09/27/2012

NEW ATHENA MERGER SUB, INC. By: /s/ Michael L. Gravelle, Executive Vice President, General Counsel and Corporate Secretary

__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 shares are held by New Athena Merger Sub, Inc. ("New Athena"). New Athena is an indirect, wholly-owned subsidiary of Parent and
- (1) a direct, wholly-owned subsidiary of Fidelity National Special Opportunities, Inc. ("FNSO"). FNSO is a wholly-owned subsidiary of Parent. The shares may also be deemed to be indirectly beneficially owned by Parent and FNSO.
 - (2) Reflects shares purchased in a tender offer.
 - (3) Also reflects 1,374,503 shares acquired upon Parent's exercise of a "top-up option" relating to the tender offer, which shares Parent contributed to FNSO and which shares FNSO then contributed to Merger Sub on September 26, 2012.

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.