

NATHANS FAMOUS INC
Form 4
August 24, 2007

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 *
PERLYN DONALD L

(Last) (First) (Middle)

C/O NATHAN'S FAMOUS,
INC., 1400 OLD COUNTRY ROAD

(Street)

WESTBURY, NY US 11590

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

NATHANS FAMOUS INC [NATH]

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

08/22/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	08/22/2007		S	D	\$ 17.37	7,600	D
Common Stock	08/22/2007		S	D	\$ 17.36	7,553	D
Common Stock	08/22/2007		S	D	\$ 17.29	7,500	D
Common Stock	08/22/2007		S	D	\$ 17.28	7,100	D
Common Stock	08/22/2007		S	D	\$ 17.39	6,900	D

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Common Stock	08/22/2007	S	200	D	\$ 17.36	6,700	D
Common Stock	08/22/2007	S	200	D	\$ 17.42	6,500	D
Common Stock	08/22/2007	S	200	D	\$ 17.35	6,300	D
Common Stock	08/22/2007	S	200	D	\$ 17.41	6,100	D
Common Stock	08/22/2007	S	100	D	\$ 17.43	6,000	D
Common Stock	08/22/2007	S	100	D	\$ 17.38	5,900	D
Common Stock	08/22/2007	S	100	D	\$ 17.3	5,800	D
Common Stock	08/22/2007	S	100	D	\$ 17.29	5,700	D
Common Stock	08/22/2007	S	100	D	\$ 17.75	5,600	D
Common Stock	08/22/2007	S	200	D	\$ 17.53	5,400	D
Common Stock	08/22/2007	S	2,200	D	\$ 17.5	3,200	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)

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. P Der Sec (Ins	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	(1)					(2)	(2)		40,000

2002 Stock Option Plan					Common Stock	
Stock Options	\$ 3.1875		09/30/1999	09/30/2009	Common Stock	192,558

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PERLYN DONALD L C/O NATHAN'S FAMOUS, INC. 1400 OLD COUNTRY ROAD WESTBURY, NY US 11590	X		Executive Vice President	

Signatures

Donald L. Perlyn	08/22/2007
**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).
- (1) options granted under the 2002 Stock Option Plan have various exercise prices
 - (2) options granted under the 2002 Stock Option Plan were granted and expire on various dates

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.