

WESTERN SIZZLIN CORP

Form 4

July 20, 2005

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
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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SONKIN PAUL D

2. Issuer Name **and** Ticker or Trading
Symbol
WESTERN SIZZLIN CORP
[WSZZ]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
460 PARK AVENUE, 12TH
FLOOR

3. Date of Earliest Transaction
(Month/Day/Year)
07/18/2005

____ Director ____X____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)
see footnote #1

(Street)
NEW YORK, NY 10022

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 Ownership (Instr. 4)
Common stock \$.01 par value ⁽¹⁾	07/18/2005		P	(A) or (D) Amount 7,500 (2)	\$ 0.83	1,899,600 ⁽³⁾	D ⁽³⁾
Common stock \$.01 par value	07/19/2005		P	(A) or (D) Amount 25,000 (4)	\$ 0.85	1,949,600	D ⁽⁵⁾
Common stock \$.01 par value	07/20/2005		P	(A) or (D) Amount 14,000 (6)	\$ 0.83	1,952,600	D ⁽⁷⁾

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

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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 Following Transaction (Instr. 10)
				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
SONKIN PAUL D 460 PARK AVENUE 12TH FLOOR NEW YORK, NY 10022		X		see footnote #1
HUMMINGBIRD VALUE FUND LP 460 PARK AVENUE, 12TH FL NEW YORK, NY 10022		X		see footnote #1
HUMMINGBIRD MICROCAP VALUE FUND LP 460 PARK AVENUE, 12TH FL NEW YORK, NY 10022		X		see footnote #1
HUMMINGBIRD MANAGEMENT LLC 460 PARK AVENUE, 12TH FL NEW YORK, NY 10022		X		see footnote #1
HUMMINGBIRD CAPITAL LLC 460 PARK AVENUE, 12TH FL NEW YORK, NY 10022		X		see footnote #1

Signatures

Paul D. Sonkin 07/20/2005

--Signature of Reporting Person Date

The Hummingbird Value Fund, LP 07/20/2005

--Signature of Reporting Person Date

The Hummingbird Microcap Fund, LP 07/20/2005

--Signature of Reporting Person Date

Hummingbird Management, LLC 07/20/2005

--Signature of Reporting Person Date

Hummingbird Capital, LLC 07/20/2005

--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).

This Form 4 is filed jointly by Paul D. Sonkin, The Hummingbird Value Fund, L.P. ("HVF"), The Hummingbird Microcap Value Fund, L.P. ("Microcap"), The Tarsier Nanocap Value Fund, L.P. ("Tarsier"), Hummingbird Capital, LLC, and Hummingbird Management, LLC. Paul D. Sonkin is the Managing Member of (a) Hummingbird Capital, LLC, the general partner of HVF, Microcap, and Tarsier, and (b)

- (1) Hummingbird Management, LLC, the investment manager to HVF, Microcap, and Tarsier. Accordingly, each of Paul D. Sonkin, Hummingbird Capital, LLC, and Hummingbird Management, LLC may be deemed to beneficially own the securities owned by HVF, Microcap, and Tarsier reported herein. The Reporting Persons are members of a Section 13(d) group that owns more than 10% of the Issuer's outstanding Common Stock.
- (2) Acquired by The Tarsier Nanocap Value Fund, LP. Tarsier is a member of the filing group. It is in the process of acquiring a CIK. 7,500 shares are owned directly by Tarsier, 962,025 directly by HVF, 930,075 by directly by Microcap, and all indirectly by Paul D. Sonkin, Hummingbird Capital, LLC, and Hummingbird Management, LLC, each of which disclaims beneficial ownership of the securities owned by Tarsier, HVF, and Microcap, except to the extent that each such party has an interest, if any, Tarsier, HVF, and Microcap.
- (3) Acquired by The Tarsier Nanocap Value Fund, LP. Tarsier is a member of the filing group. It is in the process of acquiring a CIK. 32,500 shares are owned directly by Tarsier, 962,025 directly by HVF, 930,075 by directly by Microcap, and all indirectly by Paul D. Sonkin, Hummingbird Capital, LLC, and Hummingbird Management, LLC, each of which disclaims beneficial ownership of the securities owned by Tarsier, HVF, and Microcap, except to the extent that each such party has an interest, if any, Tarsier, HVF, and Microcap.
- (4) Acquired by The Tarsier Nanocap Value Fund, LP. Tarsier is a member of the filing group. It is in the process of acquiring a CIK. 46,500 shares are owned directly by Tarsier, 962,025 directly by HVF, 930,075 by directly by Microcap, and all indirectly by Paul D. Sonkin, Hummingbird Capital, LLC, and Hummingbird Management, LLC, each of which disclaims beneficial ownership of the securities owned by Tarsier, HVF, and Microcap, except to the extent that each such party has an interest, if any, Tarsier, HVF, and Microcap.
- (5) Acquired by The Tarsier Nanocap Value Fund, LP. Tarsier is a member of the filing group. It is in the process of acquiring a CIK. 46,500 shares are owned directly by Tarsier, 962,025 directly by HVF, 930,075 by directly by Microcap, and all indirectly by Paul D. Sonkin, Hummingbird Capital, LLC, and Hummingbird Management, LLC, each of which disclaims beneficial ownership of the securities owned by Tarsier, HVF, and Microcap, except to the extent that each such party has an interest, if any, Tarsier, HVF, and Microcap.
- (6) Acquired by The Tarsier Nanocap Value Fund, LP. Tarsier is a member of the filing group. It is in the process of acquiring a CIK. 46,500 shares are owned directly by Tarsier, 962,025 directly by HVF, 930,075 by directly by Microcap, and all indirectly by Paul D. Sonkin, Hummingbird Capital, LLC, and Hummingbird Management, LLC, each of which disclaims beneficial ownership of the securities owned by Tarsier, HVF, and Microcap, except to the extent that each such party has an interest, if any, Tarsier, HVF, and Microcap.
- (7) Acquired by The Tarsier Nanocap Value Fund, LP. Tarsier is a member of the filing group. It is in the process of acquiring a CIK. 46,500 shares are owned directly by Tarsier, 962,025 directly by HVF, 930,075 by directly by Microcap, and all indirectly by Paul D. Sonkin, Hummingbird Capital, LLC, and Hummingbird Management, LLC, each of which disclaims beneficial ownership of the securities owned by Tarsier, HVF, and Microcap, except to the extent that each such party has an interest, if any, Tarsier, HVF, and Microcap.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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