

RARE HOSPITALITY INTERNATIONAL INC
 Form 4
 March 13, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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 *
HICKEY PHILIP J JR

2. Issuer Name and Ticker or Trading Symbol
RARE HOSPITALITY INTERNATIONAL INC [RARE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 8215 ROSWELL ROAD, BUILDING 600
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 03/09/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
 CEO and Chairman of the Board

ATLANTA, GA 30350

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/09/2007		M		40,000 A \$ 6.6667	158,985	D
Common Stock	03/09/2007		S		200 D \$ 30.3	158,785	D
Common Stock	03/09/2007		S		300 D \$ 30.31	158,485	D
Common Stock	03/09/2007		S		100 D \$ 30.34	158,385	D
Common Stock	03/09/2007		S		700 D \$ 30.37	157,685	D

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Common Stock	03/09/2007	S	600	D	\$ 30.38	157,085	D
Common Stock	03/09/2007	S	300	D	\$ 30.39	156,785	D
Common Stock	03/09/2007	S	1,530	D	\$ 30.4	155,255	D
Common Stock	03/09/2007	S	749	D	\$ 30.41	154,506	D
Common Stock	03/09/2007	S	1,121	D	\$ 30.42	153,385	D
Common Stock	03/09/2007	S	1,700	D	\$ 30.43	151,685	D
Common Stock	03/09/2007	S	1,600	D	\$ 30.44	150,085	D
Common Stock	03/09/2007	S	700	D	\$ 30.45	149,385	D
Common Stock	03/09/2007	S	391	D	\$ 30.46	148,994	D
Common Stock	03/09/2007	S	2,209	D	\$ 30.47	146,785	D
Common Stock	03/09/2007	S	1,600	D	\$ 30.48	145,185	D
Common Stock	03/09/2007	S	927	D	\$ 30.49	144,258	D
Common Stock	03/09/2007	S	2,645	D	\$ 30.5	141,613	D
Common Stock	03/09/2007	S	2,252	D	\$ 30.51	139,361	D
Common Stock	03/09/2007	S	2,176	D	\$ 30.52	137,185	D
Common Stock	03/09/2007	S	2,640	D	\$ 30.53	134,545	D
Common Stock	03/09/2007	S	1,060	D	\$ 30.54	133,485	D
Common Stock	03/09/2007	S	1,100	D	\$ 30.55	132,385	D
Common Stock	03/09/2007	S	2,000	D	\$ 30.56	130,385	D

Common Stock						15,750	I
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By trust
for Hilary
Hickey

Remarks:

This is the first of two Form 4s that were filed to report transactions that occurred on the same day.

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.