

FRIENDLY ICE CREAM CORP

Form 4/A

September 18, 2006

**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 \*  
LION FUND, L.P.

2. Issuer Name **and** Ticker or Trading  
Symbol  
FRIENDLY ICE CREAM CORP  
[FRN]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
9311 SAN PEDRO AVENUE,  
SUITE 1440

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/13/2006

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

(Street)  
SAN ANTONIO, TX 78216

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
09/15/2006

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock, \$.01<br>par value   | 09/13/2006                              |                                                             | P                                       | 3,000 A<br>\$ 9.49                                                         | 441,050 <sup>(1)</sup>                                                                                             | D                                                                    |                                                                   |
| Common<br>Stock, \$.01<br>par value   | 09/13/2006                              |                                                             | P                                       | 0 A<br>\$ 0                                                                | 441,050 <sup>(2)</sup>                                                                                             | I                                                                    | By The<br>Lion Fund,<br>L.P.                                      |
| Common<br>Stock, \$.01<br>par value   | 09/13/2006                              |                                                             | P                                       | 3,000 A<br>\$ 9.47                                                         | 451,018 <sup>(3)</sup>                                                                                             | D                                                                    |                                                                   |
| Common                                | 09/13/2006                              |                                                             | P                                       | 0 A<br>\$ 0                                                                | 451,018 <sup>(4)</sup>                                                                                             | I                                                                    | By                                                                |

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|                                     |            |   |       |   |            |                        |   |  |                                   |
|-------------------------------------|------------|---|-------|---|------------|------------------------|---|--|-----------------------------------|
| Stock, \$.01<br>par value           |            |   |       |   |            |                        |   |  | Western<br>Sizzlin<br>Corp.       |
| Common<br>Stock, \$.01<br>par value | 09/14/2006 | P | 9,000 | A | \$<br>9.62 | 450,050 <sup>(1)</sup> | D |  |                                   |
| Common<br>Stock, \$.01<br>par value | 09/14/2006 | P | 0     | A | \$ 0       | 450,050 <sup>(2)</sup> | I |  | By The<br>Lion Fund,<br>L.P.      |
| Common<br>Stock, \$.01<br>par value | 09/14/2006 | P | 9,100 | A | \$ 9.6     | 460,118 <sup>(3)</sup> | D |  |                                   |
| Common<br>Stock, \$.01<br>par value | 09/14/2006 | P | 0     | A | \$ 0       | 460,118 <sup>(4)</sup> | I |  | By<br>Western<br>Sizzlin<br>Corp. |
| Common<br>Stock, \$.01<br>par value | 09/15/2006 | P | 2,500 | A | \$<br>9.59 | 452,550 <sup>(1)</sup> | D |  |                                   |
| Common<br>Stock, \$.01<br>par value | 09/15/2006 | P | 0     | A | \$ 0       | 452,550 <sup>(2)</sup> | I |  | By The<br>Lion Fund,<br>L.P.      |
| Common<br>Stock, \$.01<br>par value | 09/15/2006 | P | 2,500 | A | \$<br>9.57 | 462,618 <sup>(3)</sup> | D |  |                                   |
| Common<br>Stock, \$.01<br>par value | 09/15/2006 | P | 0     | A | \$ 0       | 462,618 <sup>(4)</sup> | I |  | By<br>Western<br>Sizzlin<br>Corp. |

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.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|

(Instr. 3,  
4, and 5)

|                | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |
|----------------|---------------------|--------------------|-------|----------------------------------------|
| Code V (A) (D) |                     |                    |       |                                        |

## Reporting Owners

| Reporting Owner Name / Address                                                      | Relationships |           |         |       |
|-------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                     | Director      | 10% Owner | Officer | Other |
| LION FUND, L.P.<br>9311 SAN PEDRO AVENUE, SUITE 1440<br>SAN ANTONIO, TX 78216       |               | X         |         |       |
| BIGLARI CAPITAL CORP.<br>9311 SAN PEDRO AVENUE, SUITE 1440<br>SAN ANTONIO, TX 78216 |               | X         |         |       |
| BIGLARI, SARDAR<br>9311 SAN PEDRO AVENUE, SUITE 1440<br>SAN ANTONIO, TX 78216       |               | X         |         |       |
| WESTERN SIZZLIN CORP<br>1338 PLANTATION ROAD<br>ROANOKE, VA 24012                   |               | X         |         |       |

## Signatures

|                                                                                                                                          |            |
|------------------------------------------------------------------------------------------------------------------------------------------|------------|
| The Lion Fund, L.P., (+) By: Biglari Capital Corp., its general partner, By: /s/ Sardar Biglari,<br>Chairman and Chief Executive Officer | 09/18/2006 |
| _____<br>**Signature of Reporting Person                                                                                                 | Date       |
| Biglari Capital Corp., (+) By: /s/ Sardar Biglari, its Chairman and Chief Executive Officer                                              | 09/18/2006 |
| _____<br>**Signature of Reporting Person                                                                                                 | Date       |
| /s/ Sardar Biglari(+)                                                                                                                    | 09/18/2006 |
| _____<br>**Signature of Reporting Person                                                                                                 | Date       |
| Western Sizzlin Corp., By: /s/ Robyn B. Mabe, its Chief Financial Officer                                                                | 09/18/2006 |
| _____<br>**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) These securities are owned by The Lion Fund, L.P., (the "Lion Fund") which is a Reporting Person.  
The securities may be deemed to be beneficially owned by Biglari Capital Corp. ("BCC"), the general partner of the Lion Fund and Sardar Biglari, the Chairman and Chief Executive Officer of BCC. Sardar Biglari and BCC each disclaim beneficial ownership in the
- (2) securities reported on this form 4 except to the extent of their pecuniary interest, if any, therein, and this report shall not be deemed to be an admission that either Sardar Biglari or BCC are the beneficial owners of such securities for purposes of Section 16 or for any other purpose.

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- (3) These securities are owned by Western Sizzlin Corp. ("WSC"), which is a Reporting Person.

The securities may be deemed to be beneficially owned by Sardar Biglari, the Chairman of WSC. Sardar Biglari disclaims beneficial ownership in the securities reported on this Form 4 except to the extent of his pecuniary interest, if any, therein, and this report shall not

- (4) be deemed to be an admission that Sardar Biglari is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

### Remarks:

- (+) This amendment is being filed to correct a clerical error in the Form 4 filed by the Reporting Persons on September 15, 2006. The address of the Lion Fund is 9311 San Pedro Avenue, Suite 1440, San Antonio, Texas 78216.

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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