### PAUL STEPHEN E Form 3 February 08, 2006 UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

## **INITIAL STATEMENT OF 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**

OMB 3235-0104 Number: January 31, Expires: 2005 Estimated average burden hours per response... 0.5

Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

Form filed by More than One

Person

Reporting Person

(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> PAUL STEPHEN E			<ul><li>2. Date of Event Requiring</li><li>Statement</li><li>(Month/Day/Year)</li></ul>	3. Issuer Name and Ticker or Trading Symbol MORTONS RESTAURANT GROUP INC [MRT]				
(Last)	(First)	(Middle)	02/08/2006	4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)		
C/O MORTON'S RESTAURANT GROUP,			(Check all applicable)					
INC., 325 NORTH LASALLE STREET, SUITE 500				Director Officer	X 10% Owner Other			
(Street)				(give title below)	(specify below)	6. Individual or Joint/Group		

# (Street)

## CHICAGO, ILÂ 60610

#### Table I - Non-Derivative Securities Beneficially Owned (City) (State) (Zip) 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security 3. Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) (Instr. 5) Form: Direct (D) or Indirect (I) (Instr. 5) Ι See Note (1) (2)Common Stock, par value \$.01 per share 1,964,668

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.

### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

SEC 1473 (7-02)

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial Ownership
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	(Instr. 5)

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		(Instr. 4)		Price of	Derivative
Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)

# **Reporting Owners**

Reportir	Relationships				
	Director	10% Owner	Officer	Other	
PAUL STEPHEN C/O MORTON'S 325 NORTH LAS CHICAGO, ILÂ	Â	ÂX	Â	Â	
Signatures	6				
/s/ Stephen E. Paul	02/08/2006				
<u>**</u> Signature of Reporting Person	Date				

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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 listed will be received from Morton's Holdings, LLC in a distribution (the "Distribution") that will occur prior to the closing of Morton's Restaurant Group, Inc.'s initial public offering and include 1,964,668 shares to be held by Laurel Crown Capital, LLC: Series

(1) One-LC/Morton's after the Distribution. Stephen E. Paul is a member of the investment committee of Laurel Crown Management, LLC, the manager of Laurel Crown Capital, LLC: Series One-LC/Morton's, and in such capacity shares voting and investment control over the securities held by Laurel Crown Capital, LLC: Series One-LC/Morton's.

As a result, Mr. Paul may be considered a beneficial owner of any shares deemed to be beneficially owned by Laurel Crown Capital,
(2) LLC: Series One-LC/Morton's and its affiliates. Mr. Paul disclaims beneficial ownership of such stock in excess of his proportionate ownership interest in Laurel Crown Capital, LLC: Series One-LC/Morton's and its affiliates.

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.