

BERKOWITZ MARTIN A  
Form 4/A  
February 24, 2011

**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 \*  
BERKOWITZ MARTIN A

2. Issuer Name and Ticker or Trading Symbol  
Gaming Partners International CORP [GPIC]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
1700 INDUSTRIAL ROAD  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
08/08/2010

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

LAS VEGAS, NV US 89102  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)  
08/09/2010

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)	Code	V	Amount	(D)	Price

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

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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 Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option/Right to Buy <sup>(1)</sup>	\$ 14.85								<sup>(1)</sup>	08/08/2017	Common	6,000
Option/Right to Buy <sup>(2)</sup>	\$ 6.8								11/10/2008	05/09/2018	Common	10,000
Option/Right to Buy <sup>(3)</sup>	\$ 3.49								02/09/2009	08/08/2018	Common	3,000
Option/Right to Buy <sup>(4)</sup>	\$ 7								02/09/2010	08/08/2019	Common	3,000
Option/Right to Buy <sup>(5)</sup>	\$ 6.9	08/08/2010			A		5,000		02/09/2011	08/08/2020	Common Stock	5,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BERKOWITZ MARTIN A 1700 INDUSTRIAL ROAD LAS VEGAS, NV US 89102	X			

## Signatures

Gerald W. Koslow, by power of attorney for Martin A. Berkowitz

02/24/2011

\_\_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).

As previously reported, on August 8, 2007, Martin A. Berkowitz was elected as a director of Gaming Partners International Corporation (the "Company"). On the date of his appointment, the Company granted Mr. Berkowitz an option to purchase 6,000 shares of the

(1) Company's common stock pursuant to the Company's 1994 Directors' Stock Option Plan, as amended, (the "Plan"), at an exercise price of \$14.85 per share. The grant was exempt under Rule 16b-3. The options vest in equal installments over a three-year period with the first one-third installment vesting on August 8, 2008. The option is fully vested and exercisable.

As previously reported, on May 9, 2008, the Company granted Mr. Berkowitz a discretionary bonus to purchase 10,000 shares of the

(2) Company's common stock at an exercise price of \$6.80 per share, pursuant to the Plan, as amended. The grant was exempt under Rule 16b-3. The option is fully vested and exercisable.

As previously reported, on August 8, 2008, the Company granted Mr. Berkowitz an option to purchase 3,000 shares of the Company's

(3) common stock at \$3.49 per share for his service on certain committees of the Company during the prior twelve month period, pursuant to the Plan. The grant was exempt under Rule 16b-3. The option is fully vested and exercisable.

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- (4) As previously reported, on August 8, 2009, the Company granted Mr. Berkowitz an option to purchase 3,000 shares of the Company's common stock at \$7.00 per share for his service on certain committees of the Company during the prior twelve month period, pursuant to the Plan. The grant was exempt under Rule 16b-3. The option is fully vested and exercisable.

- (5) On August 8, 2010, the Company granted Mr. Berkowitz an option to purchase 5,000 shares of the Company's common stock at an exercise price of \$6.90 per share for his service on certain committees of the Company during the prior twelve month period, pursuant to the Plan. The grant was exempt under Rule 16b-3. The option is currently fully vested and will be exercisable six months and one day after the grant. Of the option to purchase 5,000 shares of the Company's common stock, 2,000 shares were omitted from Mr. Berkowitz's original Form 4 filed on August 9, 2010.

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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