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FRIENDLY ICE CREAM CORP

Form SC 13D/A

December 11, 2002

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

SCHEDULE 13D
(RULE 13D-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13D-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13D-2(a)

(AMENDMENT NO. 4) (1)

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Friendly Ice Cream Corporation

(Name of Issuer)

Common Stock, \$.01 par value

(Title of Class of Securities)

358497105

(CUSIP Number)

Jeffrey E. Swaim, Esq.
Mirick, O'Connell, DeMallie &
Lougee, LLP
100 Front Street
Worcester, MA 01608
(508) 791-8500

(Name, Address and Telephone Number of Persons
Authorized to Receive Notices and Communications)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f), or 13d-1(g), check the following box / /.

Note: Schedules filed in paper format shall include a signed original and five copies of this schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

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(1) The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

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The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of this Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 358497105

1 NAME OF REPORTING PERSON

S. Prestley Blake

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) /X/
(b) /_/

3 SEC USE ONLY

4 SOURCE OF FUNDS

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e) / /

6 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

7 SOLE VOTING POWER

NUMBERS OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

8 SHARED VOTING POWER

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728,800

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9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

728,800

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
 PERSON

 728,800

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
 CERTAIN SHARES (See Instructions) / /

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

 9.86%

14 TYPE OF REPORTING PERSON

 IN

CUSIP No. 358497105

1 NAME OF REPORTING PERSON

 SPB Family Limited Partnership

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) /X/

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(b) /_/

3 SEC USE ONLY

4 SOURCE OF FUNDS

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5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2 (d) OR 2 (e) / /

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBERS OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

7 SOLE VOTING POWER

8 SHARED VOTING POWER

728,800

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

728,800

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON

728,800

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES (See Instructions) / /

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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
9.86%

14 TYPE OF REPORTING PERSON
PN

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CUSIP No. 358497105

1 NAME OF REPORTING PERSON
The Helen D. Blake 1993 Trust

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) /X/
(b) /_/_/

3 SEC USE ONLY

4 SOURCE OF FUNDS

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e) / /

6 CITIZENSHIP OR PLACE OF ORGANIZATION
United States

	7	SOLE VOTING POWER
NUMBERS OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		10,000

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8 SHARED VOTING POWER

9 SOLE DISPOSITIVE POWER

10,000

10 SHARED DISPOSITIVE POWER

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11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,000

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) / /

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.13%

14 TYPE OF REPORTING PERSON

OO

Item 5. INTEREST IN SECURITIES OF THE ISSUER:

SPB Family Limited Partnership, of which S. Prestley Blake is the sole general partner, owns 728,800 shares of the Issuer's Common Stock, constituting 9.86% of the shares reported to be outstanding on November 4, 2002. By virtue of his status as the sole general partner of SPB Family Limited Partnership, S. Prestley Blake may be deemed to share voting and investment power with SPB Family Limited Partnership over all of the shares of Common Stock owned by SPB Family Limited Partnership.

The Helen D. Blake 1993 Trust owns 10,000 shares of Common Stock, constituting 0.13% of the shares reported to be outstanding on November 4, 2002. The wife of S. Prestley Blake, Helen D. Blake, is a trustee of The Helen D. Blake 1993 Trust. S. Prestley Blake disclaims voting and investment power over the securities of the Issuer owned by The Helen D. Blake 1993 Trust.

On December 10, 2002, SPB Family Limited Partnership made charitable gifts of (i) 50,000 shares of the Issuer's Common Stock held in its name to Quinnipiac University and (ii) 12,000 shares of the Issuer's Common Stock held in its name to the Library Foundation of Martin County. Otherwise, none of the Reporting Persons have effected transactions in the Issuer's Common Stock during the 60

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day period prior to the date of this Amendment No. 4 to Schedule 13D.

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SIGNATURES

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: December 10, 2002

/s/ S. Prestley Blake

S. Prestley Blake

Dated: December 10, 2002

SPB FAMILY LIMITED PARTNERSHIP
/s/ S. Prestley Blake

By: S. Prestley Blake
General Partner

Dated: December 10, 2002

THE HELEN D. BLAKE 1993 TRUST
/s/ Helen D. Blake

By: Helen D. Blake
Trustee

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