

Edgar Filing: WESTERN SIZZLIN CORP - Form SC 13D

WESTERN SIZZLIN CORP
Form SC 13D
April 22, 2004

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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)

WESTERN SIZZLIN CORPORATION

(NAME OF ISSUER)

Common Stock, par value \$.01 per share

(TITLE OF CLASS OF SECURITIES)

959542101

(CUSIP NUMBER)

Paul D. Sonkin
Hummingbird Management, LLC
(f/k/a Morningside Value Investors, LLC)
153 East 53rd Street, 55th Floor
New York, New York 10022

(NAME, ADDRESS AND TELEPHONE NUMBER OF PERSON
AUTHORIZED TO RECEIVE NOTICES AND COMMUNICATIONS)

April 14, 2004

(DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that 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 the Schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

(Continued on following pages)

(Page 1 of 5 pages)

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1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Hummingbird Management, LLC
(f/k/a Morningside Value Investors, LLC)
IRS No. 13-4082842

2. CHECK THE APPROPRIATE BOX IF A GROUP* (a) []
(b) []

3. SEC USE ONLY

4. SOURCES OF FUNDS

OO

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEM 2 (d) OR 2 (e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 7. SOLE VOTING POWER 1,020,681
SHARES

BENEFICIALLY 8. SHARED VOTING POWER 0
OWNED BY

EACH 9. SOLE DISPOSITIVE POWER 1,020,681
REPORTING

PERSON WITH 10. SHARED DISPOSITIVE POWER 0

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
REPORTING PERSON 1,020,681

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)
EXCLUDES CERTAIN SHARES * []

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11 8.6%

14. TYPE OF REPORTING PERSON*

OO

(Page 2 of 5 pages)

CUSIP No. 959542101

13D

Page 3 of 5 Pages

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ITEM 1 SECURITY AND ISSUER

Title of Class of Securities

Common stock \$.01 par value per share (the "Shares")

Name and Address of Issuer

WESTERN SIZZLIN CORPORATION (the "Company" or the "Issuer")
317 Kimball Avenue, N.E.
Roanoke, Virginia 24016

ITEM 2 IDENTITY AND BACKGROUND

This statement is being filed by Hummingbird Management, LLC (f/k/a Morningside Value Investors, LLC), a Delaware limited liability company ("Hummingbird"), whose principal business and principal office address is 153 East 53rd Street, 55th Floor, New York, New York 10022. Hummingbird acts as investment manager to The Hummingbird Value Fund, L.P. ("HVF") and to The Hummingbird Microcap Value Fund, L.P. (the "Microcap Fund") and has the sole investment discretion and voting authority with respect to the investments owned of record by each of HVF and Microcap Fund. Accordingly, Hummingbird may be deemed for purposes of Rule 13d-3 of the Securities and Exchange Act of 1934, as amended ("Rule 13d-3"), to be the beneficial owner of the Shares owned by HVF and Microcap Fund. The managing member of Hummingbird is Paul Sonkin. Mr. Sonkin is also the managing member of Hummingbird Capital, LLC (f/k/a Morningside Capital, LLC) ("HC"), the general partner of HVF and Microcap Fund.

Both HVF and Microcap Fund are Delaware limited partnerships whose principal business and principal office address is 153 East 53rd Street, 55th Floor, New York, New York 10022 and whose principal business is investing in securities in order to achieve its investment objectives. Mr. Sonkin is a citizen of the United States and HC is a Delaware limited liability company. The principal business and principal office address of both Mr. Sonkin and HC is 153 East 53rd Street, 55th Floor, New York, New York 10022.

During the past five years none of Hummingbird, HVF, Microcap Fund, Mr. Sonkin or HC has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of which any of the foregoing was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, Federal or State securities laws, or finding any violation with respect to such laws.

(Page 3 of 5 pages)

CUSIP No. 959542101

13D

Page 4 of 5 Pages

ITEM 3 SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

As of April 22, 2004, Hummingbird has caused each of HVF and Microcap Fund to invest approximately \$368,134 and \$355,136, respectively, in the Shares of the Issuer using their respective working capital.

ITEM 4 PURPOSE OF TRANSACTION

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3/24/2004	open market purchase	2,500	0.63
3/26/2004	open market purchase	13,333	0.64
3/29/2004	open market purchase	64,059	0.648
4/14/2004	open market purchase	130,000	0.75
4/22/2004	open market purchase	106,462	0.799

Hummingbird caused the Microcap Fund to effect transactions in the Shares during the past 60 days as set forth below:

DATE	TYPE	AMOUNT OF SHARES	PRICE/SHARE
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3/3/2004	open market purchase	4,453	0.6
3/4/2004	open market purchase	31,000	0.6
3/9/2004	open market purchase	36,104	0.61
3/10/2004	open market purchase	17,826	0.62
3/12/2004	open market purchase	7,000	0.63
3/22/2004	open market purchase	76,800	0.64
3/24/2004	open market purchase	2,500	0.63
3/26/2004	open market purchase	10,667	0.64
3/29/2004	open market purchase	49,941	0.648
4/14/2004	open market purchase	5,000	0.75
4/14/2004	open market purchase	150,000	0.75
4/22/2004	open market purchase	107,034	0.799

(d) Inapplicable.

(e) Inapplicable.

ITEM 6 CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER

Not applicable.

ITEM 7 MATERIAL TO BE FILED AS EXHIBITS

Not applicable.

SIGNATURE

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

Dated: April 22, 2004

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HUMMINGBIRD MANAGEMENT, LLC

By: /s/ Paul D. Sonkin

Name: Paul D. Sonkin
Title: Managing Member