

PAUL STEPHEN E  
Form 3  
February 08, 2006

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**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

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â PAUL STEPHEN E</p> <p>(Last) (First) (Middle)</p> <p>C/O MORTON'S RESTAURANT GROUP, INC.,Â 325 NORTH LASALLE STREET, SUITE 500</p> <p>(Street)</p> <p>CHICAGO,Â ILÂ 60610</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/08/2006</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>MORTONS RESTAURANT GROUP INC [MRT]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p>___ Director    <u> X </u> 10% Owner ___ Officer    ___ Other (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><u> X </u> Form filed by One Reporting Person ___ Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$.01 per share	1,964,668	I	See Note <u>(1)</u> <u>(2)</u>

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

SEC 1473 (7-02)

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

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

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

PAUL STEPHEN E  
 C/O MORTON'S RESTAURANT GROUP, INC.  
 325 NORTH LASALLE STREET, SUITE 500  
 CHICAGO, IL 60610

^ ^ X ^ ^

## Signatures

/s/ Stephen E.  
 Paul

02/08/2006

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.

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