

ABRAHAMSON JAMES R  
Form 3/A  
January 30, 2003

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

FORM 3  
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)

1. Name and Address of Reporting Person\*

ABRAHAMSON, JAMES R.

-----  
(Last)

(First)

(Middle)  
-----

c/o THE MARCUS CORPORATION  
250 EAST WISCONSIN AVENUE, SUITE 1700

-----  
(Street)

MILWAUKEE, WI 53202

-----  
(City)

(State)

(Zip)  
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2. Date of Event Requiring Statement (Month/Day/Year)

October 10, 2002

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Issuer Name and Ticker or Trading Symbol

THE MARCUS CORPORATION (NYSE: MCS)

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

Director

10% Owner

Officer (give title below)

Other (specify below)

President and Chief Operating Officer of Baymont Inns, Inc.

6. If Amendment, Date of Original (Month/Day/Year)

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October 17, 2002

7. 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 Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership From: Direct (D) or Indirect (I) (Instr. 5)
Common Stock	132.39 (1)	I

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

\* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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FORM 3 (continued)

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

2. Date Exer- cisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) ----- Amount	4. Conver- sion or Exercise
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1. Title of Derivative Security (Instr. 4)	Date Exercisable	Expiration Date	Title	or Number of Shares	Price of Derivative Security
Employee Stock Option Grant Date: 4/24/00	(2)	4/24/10	Common Stock	50,000	\$10.3125
Employee Stock Option Grant Date: 6/28/00	(2)	6/28/10	Common Stock	50,000	\$11.4375
Employee Stock Option Grant Date: 7/12/01	(2)	7/12/11	Common Stock	50,000	\$14.05
Employee Stock Option Grant Date: 7/11/02	(2)	7/11/12	Common Stock	20,000 (3)	\$15.55

Explanation of Responses:

- (1) Balance reflects the most current data available with regard to holdings in the 401(k) Plan.
- (2) Options vest and become exercisable as follows: 40% after 2nd anniversary of the date of grant after 4th anniversary; and 100% after 5 years.
- (3) Due to a clerical error, the Form 3 executed on October 17, 2002 mistakenly reported the amount beneficially owned as 40,000. The actual amount of derivative securities beneficially owned

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

JAMES R. ABRAHAMSON  
\_\_\_\_\_  
/s/ Ralph J. Gunderson  
\*\*Signature of R  
By Ralph J. Gunderson

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