

MITAROTONDA JAMES A
Form 4
February 14, 2007

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 *
BARINGTON CAPITAL GROUP L
P

(Last) (First) (Middle)
888 SEVENTH AVENUE, 17TH
FLOOR,
(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
LQ CORP INC [LQCI.OB]

3. Date of Earliest Transaction
(Month/Day/Year)
02/09/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
___ Officer (give title ___X___ Other (specify below) below)
See Remarks

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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 Indirect Beneficial Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common Stock | 02/09/2007 | | P | | 25,050 | A | \$ 1.17 92,488 | I | By Barington Companies Equity Partners, L.P. (1) (2) (3) |
| Common Stock | 02/09/2007 | | P | | 34,511 | A | \$ 1.17 105,511 | I | By Barington Companies Offshore Fund, Ltd. (1) (2) (3) |

| | | | | | | | | | |
|--------------|------------|--|---|--------|---|---------|---------|---|--|
| Common Stock | 02/09/2007 | | P | 45,650 | A | \$ 1.17 | 151,161 | I | By Barington Companies Offshore Fund, Ltd. <u>(1)</u> <u>(2)</u> <u>(3)</u> |
| Common Stock | 02/09/2007 | | P | 33,066 | A | \$ 1.17 | 125,564 | I | By Barington Capital Group, L.P. <u>(1)</u> <u>(2)</u> <u>(3)</u> |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(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 (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------------|
| | Director | 10% Owner | Officer | Other |
| BARINGTON CAPITAL GROUP L P 888 SEVENTH AVENUE, 17TH FLOOR NEW YORK, NY 10019 | | | | See Remarks |
| Barington Companies Offshore Fund, Ltd. (BVI) C/O BARINGTON CAPITAL GROUP, L.P. 888 SEVENTH AVENUE, 17TH FLOOR NEW YORK, NY 10019 | | | | See Remarks |

LNA Capital Corp.
C/O BARINGTON CAPITAL GROUP, L.P.
888 SEVENTH AVENUE, 17TH FLOOR
NEW YORK, NY 10019

See Remarks

MITAROTONDA JAMES A
888 SEVENTH AVENUE 17TH FL
NEW YORK, NY 10019

See Remarks

BARINGTON COMPANIES EQUITY PARTNERS L P
888 SEVENTH AVENUE, 17TH FLOOR
NEW YORK, NY 10019

See Remarks

Barington Companies Investors, LLC
C/O BARINGTON CAPITAL GROUP, L.P.
888 SEVENTH AVENUE, 17TH FLOOR
NEW YORK, NY 10019

See Remarks

Signatures

BARINGTON COMPANIES EQUITY PARTNERS, L.P. By: Barington Companies Investors, LLC, its general partner By: /s/ James A. Mitarotonda, its managing member

02/13/2007

__Signature of Reporting Person

Date

BARINGTON COMPANIES INVESTORS, LLC By: /s/ James A. Mitarotonda, its managing member

02/13/2007

__Signature of Reporting Person

Date

BARINGTON COMPANIES OFFSHORE FUND, LTD. By: /s/ James A. Mitarotonda, its president

02/13/2007

__Signature of Reporting Person

Date

BARINGTON OFFSHORE ADVISORS II, LLC By: /s/ James A. Mitarotonda, authorized signatory

02/13/2007

__Signature of Reporting Person

Date

BARINGTON CAPITAL GROUP, L.P. By: LNA Capital Corp., its general partner By: /s/ James A. Mitarotonda, its president and CEO

02/13/2007

__Signature of Reporting Person

Date

LNA CAPITAL CORP. By: /s/ James A. Mitarotonda, its president and CEO

02/13/2007

__Signature of Reporting Person

Date

/s/ James A. Mitarotonda

02/13/2007

__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).
- Includes shares owned directly by Barington Capital Group, L.P., Barington Companies Equity Partners, L.P. and Barington Companies Offshore Fund, Ltd. As the general partner of Barington Companies Equity Partners, L.P., Barington Companies Investors, LLC may be
- (1) deemed to beneficially own the shares of Common Stock beneficially owned by Barington Companies Equity Partners, L.P. As the investment advisor to Barington Companies Offshore Fund, Ltd., Barington Offshore Advisors II, LLC may be deemed to beneficially own the shares of Common Stock beneficially owned by Barington Companies Offshore Fund, Ltd.

(2)

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Continuation of Footnote 1) As the majority member of Barington Companies Investors, LLC and Barington Offshore Advisors II, LLC, Barington Capital Group, L.P. may be deemed to beneficially own the shares of Common Stock beneficially owned by Barington Companies Equity Partners, L.P. and Barington Companies Offshore Fund, Ltd. As the general partner of Barington Capital Group, L.P., LNA Capital Corp. may be deemed to beneficially own the shares of Common Stock beneficially owned by Barington Capital Group, L.P., Barington Companies Equity Partners, L.P. and Barington Companies Offshore Fund, Ltd. As the sole stockholder and director of LNA Capital Corp., James A. Mitarotonda may be deemed to beneficially own the shares owned by Barington Capital Group, L.P., Barington Companies Equity Partners, L.P. and Barington Companies Offshore Fund, Ltd.

- Each Reporting Person disclaims beneficial ownership of these securities except to the extent of its pecuniary interest therein, and this
- (3) report shall not be deemed to be an admission that such Reporting Person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

Remarks:

Each Reporting Person may be deemed to be a member of a Section 13(d) group that owns more than 10% of the Issuer's outstanding Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.