

GOLDSTEIN JEFFREY D
Form 4/A
March 25, 2008

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 *
GOLDSTEIN JEFFREY D

2. Issuer Name and Ticker or Trading Symbol
ISLE OF CAPRI CASINOS INC
[ISLE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
600 EMERSON ROAD, SUITE 300
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/09/2008

Director 10% Owner
 Officer (give title below) Other (specify below)

SAINT LOUIS, MO 63141
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
01/11/2008

6. 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 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 | (D) | Price |
| Common Stock | | | | | 1,211,007 | D | |
| Common Stock | | | | | 128,750 | I | By GRAT |
| Common Stock | 01/09/2008 | | P | | \$ 7,108 | A | 12.209 |
| | | | | | | | <u>(1)</u> |
| Common Stock | 01/10/2008 | | J ⁽²⁾ | | 21 | A | \$ 0 |
| | | | | | 622,058 | I | 622,058 |
| | | | | | 642,454 | I | 642,454 |

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| | | | | | | | | | | |
|--------------|------------|--|------|--|---------------|---------------------|---------|---------|---|-----------------------|
| Common Stock | | | | | 20,396 (3) | \$ 12.014 (4) | | | | Goldstein Group, Inc. |
| Common Stock | 01/11/2008 | | P | | 18,552 | A 12.022 (5) | 661,006 | I | | Goldstein Group, Inc. |
| Common Stock | 01/09/2008 | | P | | 1,303 | A 12.209 (1) | 114,019 | I | | Minor Children |
| Common Stock | 01/10/2008 | | P | | 3,738 (3) | A 12.014 (4) | 117,757 | I | | Minor Children |
| Common Stock | 01/10/2008 | | J(2) | | 22 | D | \$ 0 | 117,735 | I | Minor Children |
| Common Stock | 01/11/2008 | | P | | 3,400 | A 12.022 (5) | 121,135 | I | | Minor Children |

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 Beneficially Owned Following Transaction (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

GOLDSTEIN JEFFREY D
600 EMERSON ROAD
SUITE 300
SAINT LOUIS, MO 63141

X

Signatures

JeffreyGoldstein

03/25/2008

__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).
- (4) Price per share represents an average based on same day purchase of stock between the per price share of \$11.90 and \$12.10.
- (5) Price per share represents an average based on same day purchase of stock between the per price share of \$11.90 and \$12.15.
- (1) Price per share represents an average based on same day purchase of stock between the per price share of \$12.00 and \$12.30.
- (3) Amount purchased was incorrectly reported on original filing.
- (2) Indirect beneficial ownership has been adjusted to update the number of underlying shares of the Issuer based on the Reporting Person's pecuniary interest through ownership of a private company which holds Issuer shares. There was no transaction in Issuer shares.

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.