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CHOICE HOTELS INTERNATIONAL INC /DE

Form 4/A February 28, 2008

								-	APPROV	AL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								0	323	5-0287	
STATEM	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Estimate burden h	Expires: Januar Estimated average burden hours per response			
-	a) of the H	Public U	tility Hole	ding Con	npany	Act	of 1935 or Secti				
ses)											
LEDSINGER CHARLES A JR Syn					Tradin	g	5. Relationship of Reporting Person(s) to Issuer				
					/DE [СНН	[] (Cho	eck all applica	able)		
, , , , , , , , , , , , , , , , , , ,	/liddle)	(Month/I	Day/Year)	ransaction			below)	ve title below)	Other (specif	ÿ	
Filed(Mo 02/13/2				d(Month/Day/Year) Applicable Lin 13/2008 _X_ Form file					by One Reporting Person		
G, MD 2090	1						Person	whole than one	Reporting		
tate)	(Zip)	Tab	le I - Non-I	Derivative	Securi	ties A	cquired, Disposed	of, or Benefi	cially Own	ed	
	Execution any	Date, if	Code (Instr. 8)	nAcquired Disposed (Instr. 3, 4	(A) or of (D) and 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct	Indirect	ial hip	
	STATEM Filed pure Section 17(a ses) of Reporting I IARLES A 3 First) (N IA PIKE Street) G, MD 2090 State) nsaction Date	STATEMENT OF Filed pursuant to S Section 17(a) of the H 30(h) ses) of Reporting Person [*] IARLES A JR First) (Middle) IA PIKE Street) G, MD 20901 State) (Zip) asaction Date 2A. Deeme Execution any	STATEMENT OF CHAN Filed pursuant to Section I Section 17(a) of the Public U 30(h) of the II ses) of Reporting Person * 2. Issue IARLES A JR First) (Middle) 3. Date of (Month/I) IA PIKE 02/11/2 Street) 4. If Am Filed(Mac 02/13/2) G, MD 20901 State) (Zip) State) (Zip) h/Day/Year) Execution Date, if	STATEMENT OF CHANGES IN SECUR Filed pursuant to Section 16(a) of the Section 17(a) of the Public Utility Hold 30(h) of the Investment ses) of Reporting Person [*] LARLES A JR First) (Middle) First) (Middle) Street) A PIKE Street) A DEA Street) State) (Zip) Table 1 - Non-I State) (Zip) Table 1 - Non-I (Month/Day/Year) (Instr. 8)	Washington, D.C. 20 STATEMENT OF CHANGES IN BENEF SECURITIES Filed pursuant to Section 16(a) of the Securit Section 17(a) of the Public Utility Holding Com 30(h) of the Investment Compar Section 17(a) of the Public Utility Holding Com 30(h) of the Investment Compar session of Reporting Person * Susuer Name and Ticker or Symbol CHOICE HOTELS INTERNATIONAL INC First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) IA PIKE 02/11/2008 Street) 4. If Amendment, Date Origina Filed(Month/Day/Year) G, MD 20901 Table I - Non-Derivative State) (Zip) Table I - Non-Derivative nsaction Date 2A. Deemed 3. 4. Securit h/Day/Year) Execution Date, if TransactionAcquired any Code	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL SECURITIES Filed pursuant to Section 16(a) of the Securities Existication 17(a) of the Public Utility Holding Company 30(h) of the Investment Company Act 30(h) of the Investment Act 30(h) of the Investment Act 30(h) of the Investment	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL ON SECURITIES State pursuant to Section 16(a) of the Securities Exchard Section 17(a) of the Public Utility Holding Company Act 30(h) of the Investment Company Act of 1 Section 17(a) of the Public Utility Holding Company Act 30(h) of the Investment Company Act of 1 Section 17(a) of the Public Utility Holding Company Act 30(h) of the Investment Company Act of 1 Section 17(a) of the Public Utility Holding Company Act 30(h) of the Investment Company Act of 1 Section 17(a) of the Public Utility Holding Company Act of 1 Section 17(a) of the Public Utility Holding Company Act of 1 Section 17(a) of the Public Utility Holding Company Act of 1 Section 16(a) of the Investment Company Act of 1 Section Person ¹ A Issuer Name and Ticker or Trading Symbol CHOICE HOTELS INTERNATIONAL INC /DE [CHH Filed(Month/Day/Year) A If Amendment, Date Original Filed(Month/Day/Year) State) A If Amendment, Date Original Filed(Month/Day/Year) State) A Securities h/Day/Year) Execution Date, if T	Washington, D.C. 20549 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 ses) of Reporting Person ⁺ Closuer Name and Ticker or Trading Symbol Symbol CHOICE HOTELS INTERNATIONAL INC /DE [CHH] (Choice HOTELS INTERNATIONAL INC /DE [CHH] Tirst) (Middle) A Date of Earliest Transaction (Month/Day/Year) Director Applicable Line) Table 1 - Non-Derivative Securities Acquired, Disposed satistion Cip Mate 1 Sate of Execurities Symbol Code Disposed of (D) Beneficially (Month/Day/Year) A Deemed State Sate of Execurities Symbol Code Disposed of (D) Beneficially (Month/Day/Year) A Deemed Sate of Earliest Transaction Acquired (A) or	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 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 ses) of Reporting Person ⁺ 2. Issuer Name and Ticker or Trading IARLES A JR Symbol CHOICE HOTELS INTERNATIONAL INC /DE [CHH] Sirst) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) IA PIKE 02/11/2008 Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 02/13/2008 Street) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Benefit asaction Date 2A. Deemed 3. 4. Securities A. Securities 5. Amount of 6. Ownership h/Day/Year) Execution Date, if TransactionAcquired (A) or any (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned (I) Following (Instr. 4) Reported (A) Transaction(s) or (Instr. 4) Reported (A) Transaction(s)	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 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 ses) of Reporting Person 1 (ARLES A JR Symbol CHOICE HOTELS INTERNATIONAL INC /DE [CHH] (Check all applicable) MB Number: Janua Expires: State of Earliest Transaction (Month/Day/Year) Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Middle) 4. If Amendment, Date Original Filed(Month/Day/Year) 02/13/2008 5. Relationship of Reporting Person Symbol CHOICE HOTELS (Check all applicable) Vice Chairman & CEO (Month/Day/Year) 02/13/2008 5. Relationship of Reporting Person S, MD 20901 Mather (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Own state) (Zip) Table I - Non-Derivative Securities S Amount of (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) or (Instr. 4) (Instr. 4) (Instr. 4) (I	

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.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option	\$ 33.37 (2)	02/11/2008		М		110,274		<u>(1)</u>	02/11/2015	Common Stock	110,27

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
LEDSINGER CHARLES A JR 10750 COLUMBIA PIKE SILVER SPRING, MD 20901			Vice Chairman & CEO						

Signatures

Charles A. 02/28/2008 Ledsinger, Jr.

**Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Options vest in four equal installments beginning on the first anniversary of the grant date.

(2) The Exercise Price of this Security was inaccurately on reported on the reporting person's Form 4 filed 02/13/2008

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.