

GOOD TIMES RESTAURANTS INC
Form SC 13D/A
November 18, 2016

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13D

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO
RULE 13d-2(a)**

(Amendment No. 3)

Good Times Restaurants, Inc.
(Name of Issuer)

Common Stock, par value \$.001 per share
(Title of Class of Securities)

382140879
(CUSIP Number)

REIT Redux LP

REST Redux LLC
8140 Walnut Hill Ln, Suite 400

Dallas, TX 75231
(214) 420-5912
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

October 14, 2016
(Date of Event Which Requires Filing of This Statement)

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If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box .

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. *See* Rule 13d-7 for other parties to whom copies are to be sent.

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

NAME OF
REPORTING
PERSONS

REIT Redux LP
CHECK
THE
APPROPRIATE
BOX IF ^(a)
A
MEMBER ^(b)
OF A
GROUP
SEC USE ONLY
SOURCE OF FUNDS

OO
CHECK
BOX IF
DISCLOSURE
OF
LEGAL
PROCEEDINGS
IS
REQUIRED
PURSUANT
TO
ITEM
2(d) OR
2(e)
CITIZENSHIP OR
PLACE OF
ORGANIZATION

Delaware
SOLE
VOTING
POWER

7

440,000
8 SHARED
VOTING

1

2

3

4

5

6

NUMBER OF
SHARES

BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

POWER

-0-
SOLE
DISPOSITIVE
POWER

9

440,000
SHARED
DISPOSITIVE
POWER

10

-0-
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

11

440,000
CHECK
BOX IF
THE
AGGREGATE
AMOUNT
IN ROW
(11)
EXCLUDES
CERTAIN
SHARES*
PERCENT OF
CLASS
REPRESENTED BY
AMOUNT IN ROW
(11)

12

13

14

3.6%*
TYPE OF
REPORTING
PERSON

PN

*This calculation is based on 12,282,625 shares of Common Stock of the Issuer outstanding as of August 15, 2016, as reported in the Issuer's Quarterly Report on Form 10-Q filed on August 15, 2016.

NAME OF
REPORTING
PERSONS

REIT Redux GP, LLC
CHECK
THE
APPROPRIATE
BOX IF ^(a)
A
MEMBER ^(b)
OF A
GROUP
SEC USE ONLY
SOURCE OF FUNDS

AF
CHECK
BOX IF
DISCLOSURE
OF
LEGAL
PROCEEDINGS
IS
REQUIRED
PURSUANT
TO
ITEM
2(d) OR
2(e)
CITIZENSHIP OR
PLACE OF
ORGANIZATION

Delaware
SOLE
VOTING
POWER

7

440,000
8 SHARED
VOTING

1

2

3

4

5

6

NUMBER OF
SHARES

BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

POWER

-0-
SOLE
DISPOSITIVE
POWER

9

440,000
SHARED
DISPOSITIVE
POWER

10

-0-
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

11

440,000
CHECK
BOX IF
THE
AGGREGATE
AMOUNT
IN ROW
(11)
EXCLUDES
CERTAIN
SHARES*
PERCENT OF
CLASS
REPRESENTED BY
AMOUNT IN ROW
(11)

12

13

3.6%*
TYPE OF
REPORTING
PERSON

14

OO

*This calculation is based on 12,282,625 shares of Common Stock of the Issuer outstanding as of August 15, 2016, as reported in the Issuer's Quarterly Report on Form 10-Q filed on August 15, 2016.

NAME OF
REPORTING
PERSONS

Robert J. Stetson
CHECK
THE
APPROPRIATE
BOX IF ^(a)
A
MEMBER ^(b)
OF A
GROUP
SEC USE ONLY

SOURCE OF FUNDS

AF, PF
CHECK
BOX IF
DISCLOSURE
OF
LEGAL
PROCEEDINGS
IS
REQUIRED
PURSUANT
TO
ITEM
2(d) OR
2(e)
CITIZENSHIP OR
PLACE OF
ORGANIZATION

United States of
America
7 SOLE
VOTING
POWER

1

2

3

4

5

6

NUMBER OF

542,331
SHARED
VOTING
POWER

8

-0-
SOLE
DISPOSITIVE
POWER

9

542,331
SHARED
DISPOSITIVE
POWER

10

-0-
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

11

542,331
CHECK
BOX IF
THE
AGGREGATE
AMOUNT
IN ROW
(11)
EXCLUDES
CERTAIN
SHARES*
PERCENT OF
CLASS
REPRESENTED BY
AMOUNT IN ROW
(11)

12

13

4.4%*

TYPE OF
REPORTING
PERSON

14

IN

*This calculation is based on 12,282,625 shares of Common Stock of the Issuer outstanding as of August 15, 2016, as reported in the Issuer's Quarterly Report on Form 10-Q filed on August 15, 2016. Also includes 6,134 option shares and 441 shares of restricted stock that are vested or will vest within 60 days of the reporting date.

4

NAME OF
REPORTING
PERSONS

Leanlien LLC
CHECK
THE
APPROPRIATE
BOX IF ^(a)
A
MEMBER ^(b)
OF A
GROUP
SEC USE ONLY

SOURCE OF FUNDS

WC
CHECK
BOX IF
DISCLOSURE
OF
LEGAL
PROCEEDINGS
IS
REQUIRED
PURSUANT
TO
ITEM
2(d) OR
2(e)
CITIZENSHIP OR
PLACE OF
ORGANIZATION

Texas
SOLE
VOTING
POWER

7

17,000

SHARED
VOTING
POWER

8

-0-
SOLE
DISPOSITIVE
POWER

9

17,000
SHARED
DISPOSITIVE
POWER

10

-0-
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

11

17,000
CHECK
BOX IF
THE
AGGREGATE
AMOUNT
IN ROW
(11)
EXCLUDES
CERTAIN
SHARES*
PERCENT OF
CLASS
REPRESENTED BY
AMOUNT IN ROW
(11)

12

13

14

Less than 1%*

TYPE OF
REPORTING
PERSON

OO

*This calculation is based on 12,282,625 shares of Common Stock of the Issuer outstanding as of August 15, 2016, as reported in the Issuer's Quarterly Report on Form 10-Q filed on August 15, 2016.

NAME OF
REPORTING
PERSONS

REST Redux LLC
CHECK
THE
APPROPRIATE
BOX IF ^(a)
A
MEMBER ^(b)
OF A
GROUP
SEC USE ONLY

SOURCE OF FUNDS

WC
CHECK
BOX IF
DISCLOSURE
OF
LEGAL
PROCEEDINGS
IS
REQUIRED
PURSUANT
TO
ITEM
2(d) OR
2(e)
CITIZENSHIP OR
PLACE OF
ORGANIZATION

Texas
SOLE
VOTING
POWER

7

0

SHARED
VOTING
POWER

8

-0-
SOLE
DISPOSITIVE
POWER

9

0
SHARED
DISPOSITIVE
POWER

10

-0-
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

11

0
CHECK
BOX IF
THE
AGGREGATE
AMOUNT
IN ROW
(11)
EXCLUDES
CERTAIN
SHARES*
PERCENT OF
CLASS
REPRESENTED BY
AMOUNT IN ROW
(11)

12

13

N/A

14

TYPE OF
REPORTING
PERSON

OO

NAME OF
REPORTING
PERSONS

David Martin West
Asset Trust
CHECK
THE
APPROPRIATE
BOX IF ^(a)
A
MEMBER ^(b)
OF A
GROUP
SEC USE ONLY

SOURCE OF FUNDS

WC
CHECK
BOX IF
DISCLOSURE
OF
LEGAL
PROCEEDINGS
IS
REQUIRED
PURSUANT
TO
ITEM
2(d) OR
2(e)
CITIZENSHIP OR
PLACE OF
ORGANIZATION

Texas
7 SOLE
VOTING
POWER

1

2

3

4

5

6

5,000
SHARED
VOTING
POWER

8

-0-
SOLE
DISPOSITIVE
POWER

9

5,000
SHARED
DISPOSITIVE
POWER

10

-0-
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

11

5,000
CHECK
BOX IF
THE
AGGREGATE
AMOUNT
IN ROW
(11)
EXCLUDES
CERTAIN
SHARES*
PERCENT OF
CLASS
REPRESENTED BY
AMOUNT IN ROW
(11)

12

13

Less than 1%*

TYPE OF
REPORTING
PERSON

14

OO

*This calculation is based on 12,282,625 shares of Common Stock of the Issuer outstanding as of August 15, 2016, as reported in the Issuer's Quarterly Report on Form 10-Q filed on August 15, 2016.

7

NAME OF REPORTING
PERSONS

David West
CHECK THE
APPROPRIATE (a)
BOX IF A
MEMBER OF (b)
A GROUP
SEC USE ONLY

SOURCE OF FUNDS

AF
CHECK BOX
IF
DISCLOSURE
OF LEGAL
PROCEEDINGS
IS REQUIRED
PURSUANT
TO ITEM 2(d)
OR 2(e)
CITIZENSHIP OR
PLACE OF
ORGANIZATION

United States of America
SOLE
VOTING
POWER

7

5,000
SHARED
VOTING
POWER

8

-0-

9

1

2

3

4

5

6

NUMBER OF

SHARES

BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

	SOLE DISPOSITIVE POWER
	5,000 SHARED DISPOSITIVE POWER
10	
11	-0- AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
12	5,000 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
13	
14	Less than 1%* TYPE OF REPORTING PERSON*
	IN

*This calculation is based on 12,282,625 shares of Common Stock of the Issuer outstanding as of August 15, 2016, as reported in the Issuer's Quarterly Report on Form 10-Q filed on August 15, 2016.

NAME OF
REPORTING
PERSONS

The Kropp 2010
Family Trust
CHECK
THE
APPROPRIATE
BOX IF ^(a)
A
MEMBER ^(b)
OF A
GROUP
SEC USE ONLY

SOURCE OF FUNDS

WC
CHECK
BOX IF
DISCLOSURE
OF
LEGAL
PROCEEDINGS
IS
REQUIRED
PURSUANT
TO
ITEM
2(d) OR
2(e)
CITIZENSHIP OR
PLACE OF
ORGANIZATION

Texas
7 SOLE
VOTING
POWER

1

2

3

4

5

6

NUMBER OF
SHARES

BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

	8,000 SHARED VOTING POWER	8
	-0- SOLE DISPOSITIVE POWER	9
	8,000 SHARED DISPOSITIVE POWER	10
11	-0- AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
12	8,000 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	

Less than 1%*
TYPE OF
REPORTING
PERSON

14

OO

*This calculation is based on 12,282,625 shares of Common Stock of the Issuer outstanding as of August 15, 2016, as reported in the Issuer's Quarterly Report on Form 10-Q filed on August 15, 2016.

9

NAME OF
REPORTING
PERSONS

James H. Kropp
CHECK
THE
APPROPRIATE
BOX ^(a)
IF A ^(b)
MEMBER
OF A
GROUP
SEC USE ONLY

SOURCE OF
FUNDS

AF
CHECK
BOX
IF
DISCLOSURE
OF
LEGAL
PROCEEDINGS
IS
REQUIRED
PURSUANT
TO
ITEM
2(d)
OR
2(e)
CITIZENSHIP OR
PLACE OF
ORGANIZATION

United States of
America

7 SOLE
VOTING
POWER

1

2

3

4

5

6

NUMBER OF
SHARES

BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

	8,000 SHARED VOTING POWER	8
	-0- SOLE DISPOSITIVE POWER	9
	8,000 SHARED DISPOSITIVE POWER	10
11	-0- AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
12	8,000 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	

Less than 1%*
TYPE OF
REPORTING
PERSON

14

IN
&nbs