

MCKEITHAN DANIEL F JR
 Form 4
 May 31, 2005

FORM 4

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

OMB APPROVAL

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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 *
 MCKEITHAN DANIEL F JR

(Last) (First) (Middle)

C/O TAMARACK
 PETROLEUM, 777 EAST
 WISCONSIN AVENUE, SUITE
 1920

(Street)

MILWAUKEE, WI 532025367

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 MARCUS CORP [MCS]

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/26/2005

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 below) Other (specify below)

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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock				V	7,977	D	

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.

SEC 1474 (9-02)

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

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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. P Der Sec (Ins
				Code	V	(A)	(D)	Title	Amount or Number of Shares
Stock Option (Right to Buy) ⁽¹⁾	\$ 22.38	05/26/2005		A		500		05/26/2005 05/26/2015	Common Stock 500
Stock Option (Right to Buy) ⁽²⁾	\$ 17.17							05/30/1996 05/30/2006	Common Stock 750
Stock Option (Right to Buy) ⁽²⁾	\$ 16.33							05/29/1997 05/29/2007	Common Stock 750
Stock Option (Right to Buy) ⁽²⁾	\$ 18.125							05/28/1998 05/28/2008	Common Stock 500
Stock Option (Right to Buy) ⁽²⁾	\$ 12.75							05/27/1999 05/27/2009	Common Stock 500
Stock Option (Right to Buy) ⁽²⁾	\$ 11							05/25/2000 05/25/2010	Common Stock 500
Stock Option (Right to Buy) ⁽²⁾	\$ 14.3							05/31/2001 05/31/2011	Common Stock 500
Stock Option (Right to Buy) ⁽²⁾	\$ 13.14							05/30/2002 05/30/2012	Common Stock 500
	\$ 13.58							05/29/2003 05/29/2013	500

