SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| or Section 30(h) of the Investment Company Act of 1940 | | | | | | | | |
|---|--|--|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person [*] OHern Timothy C | 2. Date of Event Requiring Statement (Month/Day/Year) 01/03/2005 | 3. Issuer Name and Ticker or Trading Symbol <u>PAPA JOHNS INTERNATIONAL INC</u> [PZZA] | | | | | | |
| (Last) (First) (Middle) P.O. BOX 99900 | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) | 5. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |
| (Street) LOUISVILLE KY 40269 | | Senior Vice President | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting | | | | | |
| (City) (State) (Zip) | | | Person | | | | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|--|--|--|
| Common stock | 2,657 | D | |

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exerc Expiration Da (Month/Day/Y | ate | or Exerci | | Conversion or Exercise | Form: Direct (D) or | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--------------------|-----------|-------------------------------------|------------------------------------|----------------------------|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Price of Derivative Security | Indirect (I) (Instr. 5) | |

Explanation of Responses:

/s/ Timothy C. O'Hern

** Signature of Reporting Person

01/12/2005 Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

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