

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>ONEY WADE S</u>  (Last) (First) (Middle) <u>P.O. BOX 99900</u>  (Street) <u>LOUISVILLE KY 40269</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PAPA JOHN'S INTERNATIONAL INC [ PZZA ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/10/2005</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	(A) or (D)	Price			
Common stock	08/10/2005		M		14,138	A	\$31.75	60,234	D	
Common stock	08/10/2005		M		10,424	A	\$32.5	70,658	D	
Common stock	08/10/2005		M		27,100	A	\$32.5	97,758	D	
Common stock	08/10/2005		S		51,662	D	\$44	46,096	D	
Common stock	08/11/2005		M		21,170	A	\$32.5	67,266	D	
Common stock	08/11/2005		M		18,830	A	\$32.56	86,096	D	
Common stock	08/11/2005		S		40,000	D	\$44.12	46,096	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Option to buy <sup>(1)</sup>	\$31.75	08/10/2005		M		14,138		06/26/1998	12/26/2007	Common stock	14,138	\$0	450	D	
Option to buy <sup>(1)</sup>	\$32.5	08/10/2005		M		10,424		12/31/1996	06/30/2006	Common stock	10,424	\$0	0	D	
Option to buy <sup>(1)</sup>	\$32.5	08/10/2005		M		27,100		03/26/1998	09/26/2007	Common stock	27,100	\$0	21,170	D	
Option to buy <sup>(1)</sup>	\$32.5	08/11/2005		M		21,170		03/26/1998	09/26/2007	Common stock	21,170	\$0	0	D	
Option to buy <sup>(1)</sup>	\$32.56	08/11/2005		M		18,830		06/29/1997	12/29/2006	Common stock	18,830	\$0	30,151	D	

**Explanation of Responses:**

1. Option to buy under Papa John's International, Inc. 1993 Stock Ownership Incentive Plan

/s/ Kenneth M. Cox, by power of attorney 08/12/2005

\*\* Signature of Reporting Person 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 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).

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.