FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).									
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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 LARNER JUL	1 0	ionship of Reporting Perse all applicable) Director Officer (give title	on(s) to Issuer 10% Owner Other (specify			
(Last) P.O. BOX 99900	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/03/2006	X	below) Senior Vice F	below)
(Street) LOUISVILLE (City)	KY (State)	40269 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv X	dual or Joint/Group Filing Form filed by One Repo Form filed by More thar	· · · · · · · · · · · · · · · · · · ·

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 3. Execution Date, if any (Month/Day/Year) 8)			4. Securities Ad Disposed Of (D			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		(Instr. 4)	
Common stock	04/03/2006		M ⁽¹⁾		148	A	\$13.42	10,148	D		
Common stock	04/03/2006		M ⁽¹⁾		4,312	Α	\$11.28	14,460	D		
Common stock	04/03/2006		S ⁽¹⁾		4,460	D	\$32.91	10,000	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)	Code (li	Transaction Derivative Code (Instr. Securities		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)	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	Amount or Number of Shares		(Instr. 4)		
Option to buy ⁽²⁾	\$13.42	04/03/2006		M ⁽¹⁾			148	(3)	08/15/2006	Common stock	148	\$0	0	D	
Option to buy ⁽⁴⁾	\$11.28	04/03/2006		M ⁽¹⁾			4,312	(5)	02/16/2011	Common stock	4,312	\$0	31,228	D	

Explanation of Responses:

1. Transaction effected through a Rule 10b5-1 trading plan adopted by Ms. Larner

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

3. The option became fully exercisable on August 15, 2001.

4. Option to buy under Papa John's International, Inc. 1999 Team Member Stock Ownership Plan

5. The option became fully exercisable on November 16, 2004.

/s/ Kenneth M. Cox, by power of

04/04/2006

** Signature of Reporting Person

attorney

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.