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NATIONAL HEALTHCARE CORP

Form 4 May 02, 2008

FORM 4

OMB APPROVAL

Expires:

response...

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

OMB 3235-0287 Number:

January 31,

0.5

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

2005 Estimated average burden hours per

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * LAROCHE RICHARD F JR			Symbol	Symbol NATIONAL HEALTHCARE CORP			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 2103 SHANNO	(First) ON DRIVE	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 05/01/2008			Officer (give titleOther (specify below)		
MIDERECON	(Street)	27120	4. If Amendme Filed(Month/Da	nt, Date Origina y/Year)	l	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting			
MURFREESB	ORO, TN 3	5/129				Person		-18	
(City)	(State)	(Zip)	Table I - N	Non-Derivative	Securities Acc	uired, Disposed of	or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transac (Month/Da	ay/Year) I	2A. Deemed Execution Date, if any (Month/Day/Year)	TransactionAcq Code Disp	oosed of (D) tr. 3, 4 and 5) (A) or	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)	
Common Stock held in trust, subject to life estate	ς,					29,523	I	Remainder in GRAT	
Common Stock - IRA	ζ.					1,038	D		
Common Stock - Held in my name or my wife's name	S					17,000	D		
						276,152	D		

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Common Stock - Partnership			
Common Stock - Family Partnership	23,638	I	Family Partnership
Common Stock - Family Foundation	8,635	I	Trustee of Family Foundation
Shares of Series A Conv. Preferred Stock by Trustee of GRAT	31,523	I	Remain. in GRAT
Shares of Series A Conv. Preferred Stock - IRA	1,921	D	
Shares of Series A Conv. Preferred Stock - LaRoche Family LP	3,938	I	Family Partnership
Shares of Series A Conv. Preferred Stock-LaRoche Enterprises	330,202	D	
Shares of Series A Conv. Preferred Stock-Family Foundation	10,480	Ĭ	Trustee of Family Foundation
Reminder: Report on a separate line for each class of securities bene	oficially asynad directly or indirectly		
reminder. Report on a separate fine for each class of securities being	Persons who respond to the co- information contained in this for required to respond unless the displays a currently valid OMB number.	orm are not form	SEC 1474 (9-02)
Table II - Derivative Securities Ac	quired, Disposed of, or Beneficially Ow	ned	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		
	Derivative				or Disposed of		
	Security				(D)		

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(Instr. 3, 4, and 5)

			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Stock	\$ 27.01						04/20/2004	04/19/2009	Common Stock	15,000
Option to Purchase Common Stock	\$ 32.01						05/03/2005	05/02/2010	Common Stock	15,000
Option to Purchase Common Stock	\$ 44.25						05/03/2006	05/02/2011	Common Stock	15,000
Option to Purchase Common Stock	\$ 52.5						04/24/2007	04/23/2012	Common Stock	13,000
Option to Purchase Common Stock	\$ 51.5	05/01/2008	A		15,000		05/01/2008	05/01/2013	Common Stock	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting Owner Hame / Hadress	Director	10% Owner	Officer	Other			
LAROCHE RICHARD F JR 2103 SHANNON DRIVE	X						
MURFREESBORO, TN 37129							

Signatures

Richard F. LaRoche, Jr. by Ann S. Benson,
POA

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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. Potential persons who are to 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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