

RARE HOSPITALITY INTERNATIONAL INC  
Form S-8 POS  
December 14, 2007

As filed with the Securities and Exchange Commission on December 14, 2007

Registration No. 333-01028

---

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

---

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8**  
**REGISTRATION STATEMENT**

**UNDER THE**  
**SECURITIES ACT OF 1933**

---

**RARE Hospitality International, Inc.**

(Exact name of registrant as specified in its charter)

---

Georgia

(State or other jurisdiction of incorporation or organization)

58-1498312

(I.R.S. Employer Identification No.)

8215 Roswell Road, Building 600

Atlanta, Georgia 30350

(Address, including zip code, of registrant's principal executive offices)

LongHorn Steaks, Inc. Stock Option Agreement of Richard E. Rivera

(Full title of the plan)

---

**c/o Paula J. Shives, Esq.**

**Senior Vice President,**

**General Counsel and Secretary**

**Darden Restaurants, Inc.**

**5900 Lake Ellenor Drive**

**Orlando, Florida 32809**

**(407) 245-4000**

(Name, address and telephone number, including area code, of agent for service)

*Copy to:*

**Gary L. Tygesson, Esq.**

**Dorsey & Whitney LLP**

**50 South Sixth Street, Suite 1500**

**Minneapolis, MN 55402**

**(612) 340-2600**

**TERMINATION OF REGISTRATION**

This Post-Effective Amendment No. 1 relates to the Registration Statement on Form S-8 (File No. 333-01028) of RARE Hospitality International, Inc. (the Company), a Georgia corporation, filed on February 6, 1996, pertaining to 485,417 shares of the Company's common stock issuable under the LongHorn Steaks, Inc. Stock Option Agreement of Richard E. Rivera.

In connection with Mr. Rivera's departure from the Company in 1997, all shares issuable upon the exercise of the outstanding stock options covered by this registration statement were exercised or cancelled. Therefore, the Company hereby removes from registration the shares of common stock of the Company registered pursuant to this Registration Statement that remain unissued.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, as amended and Rule 478 thereunder, the Registrant has duly caused this Post-Effective Amendment to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Orlando, State of Florida, on December 14, 2007.

**RARE HOSPITALITY INTERNATIONAL, INC.**

By: /s/ William R. White, III  
Name: William R. White, III  
Title: President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment has been signed by the following person in the capacities indicated on the 14<sup>th</sup> day of December, 2007.

**Signature**

/s/ William R. White, III  
William R. White, III

**Title**

President, Treasurer and Director

(principal executive, financial and accounting officer)