MILLER LLOYD I III

Form 4 July 02, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per 0.5

response...

5. Relationship of Reporting Person(s) to

Issuer

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

may continue.

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

2. Issuer Name and Ticker or Trading

See Instruction

Symbol

1(b).

(Print or Type Responses)

MILLER LLOYD I III

1. Name and Address of Reporting Person *

			TRANS WORLD ENTERTAINMENT CORP [TWMC]			(Check all applicable) DirectorX 10% Owner								
(Last) (First) (Middle) 4550 GORDON DRIVE			3. Date of Earliest Transaction (Month/Day/Year)						Officer (give title Delow) Other (specify below)					
4330 GOK				07/01/2008										
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person									
NAPLES, I	FL 34102								Form filed by Person	More than One	Reporting			
(City)	(State)	(Zip)	Tab	le I - Non	ı-D	erivative S	Securi	ities Acc	quired, Disposed	of, or Benefici	ally Owned			
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	Execution any	on Date, if Transaction(A) or Disposed Code (Instr. 3, 4 as //Day/Year) (Instr. 8)		posed	of (D)	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	07/01/2008			Code Y	V	Amount 10,000		\$ 2.75	1,176,506 (1)	I	By Trust A-4 - Lloyd I. Miller			
Common Stock	07/01/2008			P		10,000	A	\$ 2.75	1,626,765 (1)	I	By Milfam II L.P.			
Common Stock									35,002 (1)	I	By Lloyd I. Miller, III,			

custodian under Florida UGMA for

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			Alexandra B. Miller
Common Stock	85,983 <u>(1)</u>	I	By Trust C - Lloyd I. Miller
Common Stock	701,833 (1)	I	By Milgrat I (F6)
Common Stock	26,984 (1)	I	By Milgrat I (QQQQ)
Common Stock	6,000 (1)	I	By Lloyd I. Miller, III, Trustee GST Catherine C. Miller
Common Stock	6,000 (1)	I	By Lloyd I. Miller, III, Trustee GST Kimberly S. Miller
Common Stock	6,000 (1)	I	By Lloyd I. Miller, III, Trustee GST Lloyd I. Miller
Common Stock	12,031 (1)	I	By Susan F. Miller
Common Stock	14,151 (1)	I	By Kimberly S. Miller
Common Stock	815,255	D	

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

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SEC 1474

(9-02)

$\label{thm:convertible} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8	S A (C) O (C)		rities iired or osed				ities . 3 and 4)	(Instr. 5)
			Code '	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships							
•	Director	10% Owner	Officer	Other				
MILLER LLOYD I III								
4550 GORDON DRIVE		X						
NAPLES, FL 34102								

Signatures

/s/ David J. Hoyt Attorney-in-fact 07/02/2008

**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).

The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein. This filing

(1) shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Act or otherwise, the beneficial owner of any equity securities covered by this filing.

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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