

LEDSINGER CHARLES A JR

Form 4

March 25, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LEDSINGER CHARLES A JR

2. Issuer Name **and** Ticker or Trading
Symbol

CHOICE HOTELS
INTERNATIONAL INC /DE [CHH]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

10750 COLUMBIA PIKE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/24/2005

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

CEO & President

SILVER SPRING, MD 20901

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☐ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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	03/24/2005		S		3,400	D	\$ 60.55
Common Stock	03/24/2005		S		100	D	\$ 60.59
Common Stock	03/24/2005		S		600	D	\$ 60.6
Common Stock	03/24/2005		S		200	D	\$ 60.63
Common Stock	03/24/2005		S		400	D	\$ 60.65

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Common Stock	03/24/2005	S	300	D	\$ 60.66	260,404.6	D
Common Stock	03/24/2005	S	400	D	\$ 60.67	260,004.6	D
Common Stock	03/24/2005	S	200	D	\$ 60.68	259,804.6	D
Common Stock	03/24/2005	S	500	D	\$ 60.69	259,304.6	D
Common Stock	03/24/2005	S	1,600	D	\$ 60.7	257,704.6	D
Common Stock	03/24/2005	S	400	D	\$ 60.71	257,304.6	D
Common Stock	03/24/2005	S	300	D	\$ 60.72	257,004.6	D
Common Stock	03/24/2005	S	500	D	\$ 60.73	256,504.6	D
Common Stock	03/24/2005	S	100	D	\$ 60.74	256,404.6	D
Common Stock	03/24/2005	S	500	D	\$ 60.75	255,904.6	D
Common Stock	03/24/2005	S	200	D	\$ 60.77	255,704.6	D
Common Stock	03/24/2005	S	200	D	\$ 60.78	255,504.6	D
Common Stock	03/24/2005	S	1,000	D	\$ 60.8	254,504.6	D
Common Stock	03/24/2005	S	300	D	\$ 60.82	254,204.6	D
Common Stock	03/24/2005	S	200	D	\$ 60.83	254,004.6	D
Common Stock	03/24/2005	S	400	D	\$ 60.84	253,604.6	D
Common Stock	03/24/2005	S	700	D	\$ 60.85	252,904.6	D
Common Stock	03/24/2005	S	100	D	\$ 60.87	252,804.6	D
Common Stock	03/24/2005	S	800	D	\$ 60.88	252,004.6	D
Common Stock	03/24/2005	S	300	D	\$ 60.89	251,704.6	D
	03/24/2005	S	600	D	\$ 60.9	251,104.6	D

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Common
Stock

Common Stock	03/24/2005	S	200	D	\$ 60.92	250,904.6	D
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Common Stock	03/24/2005	S	300	D	\$ 60.95	250,604.6	D
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Common Stock						1,138	I	401 (k) Plan
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Common Stock						1,305	I	Non-Qualified Plan
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Trans (Instr.
				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
LEDSINGER CHARLES A JR 10750 COLUMBIA PIKE SILVER SPRING, MD 20901	X		CEO & President	

Signatures

Charles A. Ledsinger, Jr.	03/25/2005
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__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).

Remarks:

Number of Transactions on this date exceed form capacity. This is the second of two Form 4 reports filed on this date for the

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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