

BARINGTON CAPITAL GROUP L P  
Form 3/A  
April 28, 2005

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â BARINGTON CAPITAL GROUP L P			(Month/Day/Year)	LQ CORP INC [LQCI.OB]	
(Last)	(First)	(Middle)	04/07/2005		
888 SEVENTH AVENUE, 17TH FLOOR,Â			4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)		04/18/2005
NEW YORK,,Â NYÂ 10019			___ Director ___X___ 10% Owner		6. Individual or Joint/Group Filing(Check Applicable Line)
(City) (State) (Zip)			___ Officer ___ Other		___ Form filed by One Reporting Person
			(give title below) (specify below)		___X___ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>	230,936 <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>	I <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARINGTON CAPITAL GROUP L P 888 SEVENTH AVENUE, 17TH FLOOR NEW YORK, NY 10019	^	^ X	^	^
BARINGTON COMPANIES EQUITY PARTNERS L P 888 7TH AVE NEW YORK, NY 10019	^	^ X	^	^
Barington Companies Offshore Fund, Ltd. (BVI) C/O BISON FINANCIAL SERVICES LTD BISON COURT ROAD TOWN TORTOLA, D8 00000	^	^ X	^	^
Barington Companies Investors, LLC C/O BARINGTON CAPITAL GROUP, L.P. 888 SEVENTH AVENUE, 17TH FLOOR NEW YORK, NY 10019	^	^ X	^	^
Barington Companies Advisors, LLC C/O BARINGTON CAPITAL GROUP, L.P. 888 SEVENTH AVENUE, 17TH FLOOR NEW YORK, NY 10019	^	^ X	^	^
LNA Capital Corp. C/O BARINGTON CAPITAL GROUP, L.P. 888 SEVENTH AVENUE, 17TH FLOOR NEW YORK, NY 10019	^	^ X	^	^

## Signatures

/s/ James A. Mitarotonda, Pres. & CEO of LNA Capital Corp., its General Partner

04/28/2005

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) This filing amends the Form 3 filed on April 18, 2005, to correct Box 6 above as this form was filed by more than one reporting person. All other information included in this amendment is identical to the information in the form as originally filed on April 18, 2005.
  - (2) Includes shares owned directly by Barington Capital Group, L.P., Barington Companies Equity Partners, L.P. and Barington Companies Offshore Fund, Ltd. (BVI). Barington Companies Equity Partners, L.P. beneficially owns an aggregate of 67,438 shares of the Issuer's common stock. As the general partner of Barington Companies Equity Partners, L.P., Barington Companies Investors, LLC may be

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deemed to beneficially own the shares owned by Barington Companies Equity Partners, L.P. Barington Companies Offshore Fund, Ltd. (BVI) beneficially owns 71,000 shares of the Issuer's common stock. As the investment advisor to Barington Companies Offshore Fund, Ltd. (BVI), Barington Companies Advisors, LLC may be deemed to beneficially own the shares owned by Barington Companies Offshore Fund, Ltd. (BVI). Barington Capital Group, L.P. beneficially owns 92,498 shares of the Issuer's common stock.

- (3) (Continuation of Footnote 1) As the Managing Member of Barington Companies Advisors, LLC, Barington Capital Group, L.P. may be deemed to beneficially own the shares owned by Barington Companies Offshore Fund, Ltd. (BVI) and as the majority member of Barington Companies Investors, LLC, Barington Capital Group, L.P. may also be deemed to beneficially own the shares of the Issuer's common stock owned by Barington Companies Equity Partners, L.P. As the general partner of Barington Capital Group, L.P., LNA Capital Corp. may be deemed to beneficially own the 92,498 shares owned by Barington Capital Group, L.P., the 67,438 shares owned by Barington Companies Equity Partners, L.P. and the 71,000 shares owned by Barington Companies Offshore Fund, Ltd. (BVI).

- (4) (Continuation of Footnote 2) As the sole stockholder and director of LNA Capital Corp., Mr. Mitarotonda may be deemed to beneficially own the 92,498 shares owned by Barington Capital Group, L.P., the 67,438 shares owned by Barington Companies Equity Partners, L.P. and the 71,000 shares owned by Barington Companies Offshore Fund, Ltd. (BVI). Mr. Mitarotonda also beneficially owns stock options to purchase 163,000 shares of common stock of the Issuer exercisable within 60 days. If Barington Capital Group, L.P., Barington Companies Equity Partners, L.P., Barington Companies Investors, LLC, Barington Companies Offshore Fund, Ltd. (BVI), Barington Companies Advisors, LLC, LNA Capital Corp. and Mr. Mitarotonda may be deemed to constitute a "group" for purposes of Section 13 of the Securities Exchange Act of 1934, as amended, the members of such group may be deemed to beneficially own, in the aggregate, more than 10% of the Issuer's common stock.

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.