

CARROLS RESTAURANT GROUP, INC.
Form SC 13G/A
September 10, 2007

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

—————
Under the Securities Exchange Act of 1934

SCHEDULE 13G
Final Amendment

INFORMATION STATEMENT PURSUANT TO RULES 13d-1 AND 13d-2
UNDER THE SECURITIES EXCHANGE ACT OF 1934

CARROLS RESTAURANT GROUP, INC.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

14574X104

(CUSIP Number)

August 31, 2007

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ý Rule 13d-1(b)
- ¨ Rule 13d-1(c)
- ¨ Rule 13d-1(d)

—————
Page 1 of 6 Pages

SCHEDULE 13G

CUSIP No. 14574X104

Page 2 of 6 Pages

- 1) **NAME OF REPORTING PERSON**
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
- Gilder, Gagnon, Howe & Co. LLC
13-3174112
- 2) **CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP** (a)
(b)
- 3) **SEC USE ONLY**
- 4) **CITIZENSHIP OR PLACE OF ORGANIZATION**
New York
- | | | |
|---------------------|----|---------------------------------|
| NUMBER | 5) | SOLE VOTING POWER |
| OF | | None |
| SHARES | 6) | SHARED VOTING POWER |
| BENEFICIALLY | | None |
| OWNED BY | 7) | SOLE DISPOSITIVE POWER |
| EACH | | None |
| REPORTING | 8) | SHARED DISPOSITIVE POWER |
| PERSON | | 65,601 |
| WITH | | |
- 9) **AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**
65,601
- 10) **CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**
- 11) **PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**
0.3%
- 12) **TYPE OF REPORTING PERSON**
BD
-

Schedule 13G

Item 1(a). Name of Issuer:

CARROLS RESTAURANT GROUP, INC.

Item 1(b). Address of Issuer's Principal Executive Offices:

968 James Street
Syracuse, NY 13203

Item 2(a). Name of Person Filing:

Gilder, Gagnon, Howe & Co. LLC

Item 2(b). Address of Principal Business Office or, if None, Residence:

1775 Broadway, 26th Floor
New York, NY 10019

Item 2(c). Citizenship:

New York

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

14574X104

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or Dealer Registered Under Section 15 of the Act (15 U.S.C. 78o)
- (b) " Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c)
- (c) " Insurance Company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c)
- (d) " Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8)
- (e) " Investment Adviser in accordance with § 240.13d-1(b)(1)(ii)(E)
- (f) " Employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F)
- (g) " Parent Holding Company or control person in accordance with §240.13d-1(b)(ii)(G)

- (h) Savings Association as defined in §3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813)
- (i) Church plan that is excluded from the definition of an investment company under §3(c)(15) of the Investment Company Act of 1940 (15 U.S.C. 80a-3)
- (j) Group, in accordance with §240.13d-1(b)(ii)(J)

Item 4. Ownership.

- (a) Amount beneficially owned: 65,601
- (b) Percent of class: 0.3%
- (c) Number of shares as to which such person has:
- (i) Sole power to vote or to direct the vote: None
- (ii) Shared power to vote or to direct the vote: None
- (iii) Sole power to dispose or to direct the disposition of: None
- (iv) Shared power to dispose or to direct the disposition of: 65,601

The shares reported include 65,601 shares held in customer accounts over which partners and/or employees of the Reporting Person have discretionary authority to dispose of or direct the disposition of the shares.

Item 5. Ownership of Five Percent or Less of a Class.

This statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable

Item 8. Identification and Classification of Members of the Group.

Not applicable

Item 9. Notice of Dissolution of Group.

Not applicable

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

SIGNATURE

After reasonable inquiry and to the best knowledge and belief of the undersigned, the undersigned certifies that the information set forth in this Statement is true, complete and correct.

September 10, 2007
Date

/s/ Walter Weadock
Signature

Walter Weadock, Member
Name/Title