

FAMOUS DAVES OF AMERICA INC
 Form 3
 December 10, 2013

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

OMB APPROVAL

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 Expires: January 31, 2015
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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	
^ Pleasant Lake Partners LLC		(Month/Day/Year)	FAMOUS DAVES OF AMERICA INC [DAVE]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		11/07/2013		
110 GREENE STREET,^ SUITE 604			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
			<input type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
NEW YORK,^ NY^ 10012			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input type="checkbox"/> Form filed by One Reporting Person	
			<input checked="" type="checkbox"/> 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	748,210	I	See Footnote ⁽¹⁾

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 (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pleasant Lake Partners LLC 110 GREENE STREET SUITE 604 NEW YORK, NY 10012	^	^ X	^	^
PLP MM LLC 110 GREENE STREET SUITE 604 NEW YORK, NY 10012	^	^ X	^	^
Pleasant Lake Co-Invest I LLC 110 GREENE STREET SUITE 604 NEW YORK, NY 10012	^	^ X	^	^
Pleasant Lake Offshore Master Fund L.P. 110 GREENE STREET SUITE 604 NEW YORK, NY 10012	^	^ X	^	^
Pleasant Lake Onshore GP LLC 110 GREENE STREET SUITE 604 NEW YORK, NY 10012	^	^ X	^	^
Lennon Jonathan C/O PLEASANT LAKE PARTNERS LLC 110 GREENE STREET, SUITE 604 NEW YORK, NY 10012	^	^ X	^	^

Signatures

/s/ PLEASANT LAKE PARTNERS LLC, By: PLP MM LLC, its Managing Member, By: Jonathan Lennon as Manager		12/10/2013
**Signature of Reporting Person		Date
/s/ PLP MM LLC, By: Jonathan Lennon as Manager		12/10/2013
**Signature of Reporting Person		Date
/s/ PLEASANT LAKE ONSHORE GP LLC, By: Jonathan Lennon as Manager		12/10/2013
**Signature of Reporting Person		Date
/s/ PLEASANT LAKE OFFSHORE MASTER FUND L.P., By: Pleasant Lake Onshore GP LLC, its General Partner, By: Jonathan Lennon as Manager		12/10/2013
**Signature of Reporting Person		Date

/s/ PLEASANT LAKE CO-INVEST I LLC, By: Pleasant Lake Onshore GP LLC, its
 Managing Member, By: Jonathan Lennon as Manager

12/10/2013

__Signature of Reporting Person

Date

/s/ JONATHAN LENNON

12/10/2013

__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) Shares reported herein represent 373,404 shares held for the account of Pleasant Lake Offshore Master Fund L.P. (the "Master Fund") and 374,806 shares held for the account of Pleasant Lake Co-Invest I LLC ("Co-Invest I"). Pleasant Lake Partners LLC ("PLP") serves as the investment manager of the Master Fund and as manager of Co-Invest I. Pleasant Lake Onshore GP LLC ("GP LLC") serves as General Partner of the Master Fund and as Managing Member of Co-Invest I. PLP MM LLC is the managing member of PLP. Jonathan Lennon serves as manager of PLP MM LLC and GP LLC. Each of the Reporting Persons disclaims beneficial ownership of the shares reported herein except to the extent of its or his pecuniary interest therein, and the filing of this Form 3 shall not be construed as an admission that any of the Reporting Persons is the beneficial owner of any such shares for purposes of Section 16(a) of the Securities Exchange Act of 1934 or for any other purpose.

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. 183,870 SH SHARED 1 2,971 Ishares COM 464286707 2,600 132,800 SH SHARED 1 2,600 Ishares COM 464286806 536 27,900 SH SHARED 1 536 Ishares COM 464286848 8,602 944,206 SH SHARED 1 8,602 Ishares COM 464286822 1,188 22,100 SH SHARED 1 1,188 Ishares COM 464286699 2,503 154,900 SH SHARED 1 2,503 Ishares Barclays Treasury Infl COM 464287176 127,933 1,096,351 SH SHARED 1 127,933 Ishares Tr COM 464287465 10,035 202,600 SH SHARED 1 10,035 Johnson & Johnson COM 478160104 2,765 42,160 SH SHARED 1 42,160 JP Morgan Chase & Co COM 46625H100 2,164 65,069 SH SHARED 2 2,164 Kayne Anderson ETR Fund, Inc. COM 48660P2#0 16,800 600,000 SH SHARED 1 600,000 Kayne Anderson Midstream Enrgy COM 48661E2*8 17,550 600,000 SH SHARED 1 600,000 Kayne Anderson MLP Investment COM 4866062#2 16,860 600,000 SH SHARED 1 600,000 Kayne Anderson MLP Investment COM 4866064#0 12,760 440,000 SH SHARED 1 440,000 Kimberly-Clark Corp COM 494368103 6,440 87,554 SH SHARED 1 87,554 Kimberly-Clark Corp COM 494368103 1,281 17,419 SH SHARED 2 1,281 Kraft Foods Inc COM 50075N104 7,473 200,036 SH SHARED 1 200,036 Kraft Foods Inc COM 50075N104 1,732 46,369 SH SHARED 2 1,732 Lloyds Banking Group PLC COM 539439AD1 3,180 6,000,000 SH SHARED 1 6,000,000 Lloyds Banking Group PLC COM 539439AC3 803 1,460,000 SH SHARED 1 803 Lockheed Martin Corp COM 539830109 3,188 39,401 SH SHARED 1 39,401 Lockheed Martin Corp COM 539830109 1,232 15,228 SH SHARED 2 1,232 Louisiana Pacific Corp COM 546347105 5,538 686,200 SH SHARED 1 686,200 Louisiana Pacific Corp COM 546347105 1,911 236,758 SH SHARED 2 1,911 Lowes Companies Inc COM 548661107 3,273 128,963 SH SHARED 1 128,963 Lowes Companies Inc COM 548661107 1,205 47,484 SH SHARED 2 1,205 Macy's Inc COM 55616P104 4,889 151,940 SH SHARED 1 151,940 Macy's Inc COM 55616P104 1,881 58,462 SH SHARED 2 1,881 Marathon Oil Corp COM 565849106 2,941 100,462 SH SHARED 1 100,462 Marathon Oil Corp COM 565849106 1,131 38,652 SH SHARED 2 1,131 Marathon Petroleum Corp COM 56585A102 1,672 50,231 SH SHARED 1 50,231 Marathon Petroleum Corp COM 56585A102 643 19,326 SH SHARED 2 643 McDonald's Corp COM 580135101 3,046 30,363 SH SHARED 1 30,363 Merck & Co. Inc. COM 58933Y105 7,183 190,532 SH SHARED 1 190,532 Merck & Co. Inc. COM 58933Y105 1,508 40,011 SH SHARED 2 1,508 Merge Healthcare Inc COM 589499102 1,526 314,545 SH SHARED 2 1,526 MetLife Inc COM 59156R108 5,617 180,159 SH SHARED 1 180,159 Microsoft Corp COM 594918104 16,917 651,671 SH SHARED 1 651,671 Microsoft Corp COM 594918104 5,490 211,477 SH SHARED 2 5,490 Morgan Stanley COM 617446448 2,205 145,739 SH SHARED 1 145,739 Morgan Stanley COM 617446448 797 52,684 SH SHARED 2 797 Mosaic Holdings Inc COM 61945C103 3,685 73,074 SH SHARED 1 73,074 Mosaic Holdings Inc COM 61945C103 1,388 27,514 SH SHARED 2 1,388 Mrv Communications Inc COM 553477100 882 1,025,247 SH SHARED 2 882 New York Times Company-Class A COM 650111107 1,204 155,762 SH SHARED 2 1,204 Occidental Petroleum Corp COM 674599105 4,205 44,872 SH SHARED 1 44,872 Occidental Petroleum Corp COM 674599105 1,618 17,264 SH SHARED 2 1,618 Oracle Corporation COM 68389X105 3,304 128,810 SH

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SHARED 1 128,810 Oracle Corporation COM 68389X105 1,282 49,975 SH SHARED 2 1,282 Pepsico Inc COM 713448108 6,846 103,174 SH SHARED 1 103,174 Pepsico Inc COM 713448108 1,470 22,158 SH SHARED 2 1,470 Pfizer Inc COM 717081103 10,450 482,919 SH SHARED 1 482,919 Pfizer Inc COM 717081103 1,100 50,819 SH SHARED 2 1,100 Philip Morris International COM 718172109 4,879 62,166 SH SHARED 1 62,166 Philip Morris International COM 718172109 1,795 22,876 SH SHARED 2 1,795 PNC Financial Services Group COM 693475105 5,966 103,446 SH SHARED 1 103,446 Powershares QQQ Nasdaq 100 COM 73935A104 24,331 435,800 SH SHARED 1 24,331 Procter & Gamble Co COM 742718109 8,918 133,683 SH SHARED 1 133,683 Procter & Gamble Co COM 742718109 2,230 33,428 SH SHARED 2 2,230 Prudential Financial Inc COM 744320102 5,629 112,314 SH SHARED 1 112,314 Qualcom Inc COM 747525103 4,059 74,212 SH SHARED 1 74,212 Qualcom Inc COM 747525103 1,525 27,883 SH SHARED 2 1,525 Raytheon Company COM 755111507 3,179 65,705 SH SHARED 1 65,705 Raytheon Company COM 755111507 1,229 25,395 SH SHARED 2 1,229 Silicon Graphics COM 82706L108 9,983 871,123 SH SHARED 1 871,123 Silicon Graphics COM 82706L108 3,638 317,493 SH SHARED 2 3,638 Silicon Graphics Int Corp COM 82706L108 10,778 940,500 SH SHARED 1 10,778 SPDR S&P 500 ETF Trust COM 78462F103 247,194 1,969,675 SH SHARED 1 247,194 State Street Bank & Trust Co COM 857477103 3,607 89,490 SH SHARED 1 89,490 State Street Bank & Trust Co COM 857477103 1,192 29,571 SH SHARED 2 1,192 Supervalu Inc COM 868536103 8,002 985,519 SH SHARED 1 985,519 Supervalu Inc COM 868536103 3,100 381,831 SH SHARED 2 3,100 Target Corp COM 87612E106 1,127 21,997 SH SHARED 2 1,127 Technicolor SA COM 010918292 1,606 1,067,987 SH SHARED 1 1,067,987 Travelers Cos Inc COM 89417E109 3,292 55,632 SH SHARED 1 55,632 United Continental Holdings COM 910047109 29 1,536 SH SHARED 1 1,536 United Continental Holdings COM 910047109 743 39,391 SH SHARED 2 743 United Technologies Corp COM 913017109 7,296 99,823 SH SHARED 1 99,823 United Technologies Corp COM 913017109 1,355 18,533 SH SHARED 2 1,355 Unum Group COM 91529Y106 5,435 257,957 SH SHARED 1 257,957 Unum Group COM 91529Y106 2,115 100,368 SH SHARED 2 2,115 US Bancorp COM 902973304 7,673 283,667 SH SHARED 1 283,667 US Bancorp COM 902973304 1,455 53,793 SH SHARED 2 1,455 Vanguard Europe Pacific ETF COM 921943858 4,447 145,171 SH SHARED 1 4,447 Vanguard REIT ETF COM 922908553 60,703 1,046,600 SH SHARED 1 1,046,600 Vanguard REIT ETF COM 922908553 9,727 167,710 SH SHARED 2 9,727 Vanguard REIT ETF COM 922908553 46,822 807,277 SH SHARED 1 46,822 Vanguard Short-Term Bond ETF COM 921937827 109,601 1,355,774 SH SHARED 1 109,601 Vanguard Total Bond Market COM 921937835 146,264 1,750,825 SH SHARED 1 146,264 Verizon Communications Inc COM 92343V104 7,141 177,997 SH SHARED 1 177,997 Verizon Communications Inc COM 92343V104 1,532 38,184 SH SHARED 2 1,532 Viacom Inc COM 92553P201 4,501 99,121 SH SHARED 1 99,121 Viacom Inc COM 92553P201 1,658 36,503 SH SHARED 2 1,658 Vicor Corp COM 925815102 2,098 263,604 SH SHARED 1 263,604 Vicor Corp COM 925815102 1,049 131,738 SH SHARED 2 1,049 Vicor Corp COM 925815102 4,355 547,164 SH SHARED 1 4,355 Wachovia Capital Trust III COM 92978AAA0 13,400 16,000,000 SH SHARED 1 16,000,000 Wachovia Capital Trust III COM 92978AAA0 838 1,000,000 SH SHARED 1 838 Wal-Mart Stores Inc COM 931142103 7,603 127,220 SH SHARED 1 127,220 Wal-Mart Stores Inc COM 931142103 1,651 27,629 SH SHARED 2 1,651 Walt Disney Co COM 254687106 4,830 128,792 SH SHARED 1 128,792 Walt Disney Co COM 254687106 1,454 38,762 SH SHARED 2 1,454 Wells Fargo & Co COM 949746101 1,700 61,697 SH SHARED 2 1,700 Weyerhaeuser Co COM 962166104 0 1 SH SHARED 2 0 Whirlpool Corp COM 963320106 3,474 73,211 SH SHARED 1 73,211 XL Capital Ltd COM 98372PAJ7 308 394,000 SH SHARED 1 394,000 1,781,799