

MEXICAN RESTAURANTS INC

FORM 8-K

(Current report filing)

Filed 08/23/07 for the Period Ending 08/17/07

Address	1135 EDGEBROOK HOUSTON, TX 77034
Telephone	7139437574
CIK	0001009244
Symbol	CASA
SIC Code	5812 - Eating Places
Industry	Restaurants
Sector	Services
Fiscal Year	12/28

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 17, 2007



MEXICAN RESTAURANTS, INC.
(Exact name of registrant as specified in its charter)

Texas
(State or other jurisdiction
of incorporation)

000-28234
(Commission
File Number)

76-0493269
(IRS Employer
Identification No.)

1135 EDGEBROOK, HOUSTON, TEXAS 77034-1899
(Address of principal executive offices)

(Zip Code)

(Registrant's telephone number, including area code): **(713) 943-7574**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b)(d) On August 17, 2007, Lloyd Fritzmeier was elected to join Mexican Restaurants, Inc. Board, replacing J. Stuart Sargent, who resigned from the Board on August 17, 2007 to pursue other interests. The appointment of Mr. Fritzmeier as a director was not pursuant to any agreement or understanding between Mr. Fritzmeier and any third party.

Mr. Fritzmeier, age 63, has extensive experience in the restaurant industry, formerly serving as Chief Operating Officer of Garden Fresh Restaurant Corporation, and President and Chief Executive Officer of Arby's Franchise Association. Mr. Fritzmeier has an MBA from Columbia Business School in New York City and a BA in Business Administration from the University of Miami. Mr. Fritzmeier has been appointed to serve as a member of the Company's Audit Committee. In addition, Lou Neeb, a current director, will replace Mr. Sargent on the Company's Compensation/Stock Option Committee, which will be chaired by Cara Denver, a current director.

A copy of the press release describing certain of these management changes is attached as Exhibit 99.1 hereto.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

The following is attached as Exhibit 99.1 to this Current Report on Form 8-K:

99.1 Mexican Restaurants, Inc. press release dated August 23, 2007.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MEXICAN RESTAURANTS, INC.

Date: August 23, 2007

By: /s/ Andrew J. Dennard

Name: Andrew J. Dennard

Title: Executive Vice President, Chief Financial
Officer, Treasurer and Corporate Secretary

INDEX TO EXHIBITS

Exhibit No.	Description
99.1	Mexican Restaurants, Inc. press release dated August 23, 2007



FOR IMMEDIATE RELEASE

Contact: Mexican Restaurants, Inc.
Andrew J. Dennard
713-943-7574

**Mexican Restaurants, Inc. Names New Director
(NASDAQ:CASA)**

August 23, 2007 (Houston, Texas) – Mexican Restaurants, Inc. (“MRI”) (NASDAQ:CASA) today announced that Lloyd Fritzmeier has joined MRI’s Board of Directors, replacing J. Stuart Sargent, who resigned from the Board to devote his full time efforts to the development of his existing restaurant concept, Truluck’s Steak & Stone Crab Restaurants.

Mr. Fritzmeier’s background includes extensive experience in the restaurant industry, formerly serving as Chief Operating Officer of Garden Fresh Restaurant Corporation, and President and Chief Executive Officer of Arby’s Franchise Association. Mr. Fritzmeier will serve on the Company’s Audit Committee.

“Lloyd brings a new skill set to our Board, augmenting what is already a very impressive lineup of Board members,” stated Mr. Neeb, Chairman of the Board. “Lloyd’s extensive marketing and operating experience has given him particularly keen interest in our new growth concept, Mission Burritos.” Mr. Neeb added, “The Board will miss Mr. Sargent’s entrepreneurial spirit and all of us wish him continued success with his Truluck’s Steak & Stone Crab Restaurants.”

Mexican Restaurants, Inc. operates and franchises 78 Mexican restaurants. The current system includes 58 company-operated restaurants, 19 franchise operated restaurants and one licensed restaurant. For more information, visit www.mexicanrestaurantsinc.com.

Special Note Regarding Forward-Looking Statements

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among others, the following: growth strategy; dependence on executive officers; geographic concentration; increasing susceptibility to adverse conditions in the region; changes in consumer tastes and eating and discretionary spending habits; the risk of food-borne illness; national, regional or local economic and real estate conditions; demographic trends; inclement weather; traffic patterns; the type, number and location of competing restaurants; inflation; increased food, labor and benefit costs; the availability of experienced management and hourly employees; seasonality and the timing of new restaurant openings; changes in governmental regulations; dram shop exposure; and other factors not yet experienced by the Company. The use of words such as “believes”, “anticipates”, “expects”, “intends” and similar expressions are intended to identify forward-looking statements, but are not the exclusive means of identifying such statements. Readers are urged to carefully review and consider the various disclosures made by the Company in this release and in the Company’s most recently filed Annual Report and Form 10-K that attempt to advise interested parties of the risks and factors that may affect the Company’s business.