

# RICKS CABARET INTERNATIONAL INC

## FORM 3

(Initial Statement of Beneficial Ownership)

Filed 12/22/1998 For Period Ending 8/21/1998

|             |  |
|-------------|--|
| Address     | 505 NORTH BELT SUITE 630<br>HOUSTON, Texas 77060 |
| Telephone   | 281-820-1181                                     |
| CIK         | 0000935419                                       |
| Industry    | Restaurants                                      |
| Sector      | Services   |
| Fiscal Year | 09/30  |

## INITIAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act 1940

OMB Number 3235-0104  
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hours per response.....0.5

(Print or Type Responses)

|  |         |       |  |   |             |
|--|---------|-------|--|---|-------------|
| 1. Name and Address of Reporting Person* |         |       | 2. Date of Event<br>Requiring Statement<br>(Month/Day/Year)        | 4. Issuer Name and Ticker or Trading Symbol                             |             |
| Mc Elroy                                 | Ralph   | L.    | 08/21/1998   | Rick's Cabaret International, Inc. (RICK)                               |             |
| (Last)                                   | (First) | (MI)  |  | 5. Relationship of Reporting Person to<br>Issuer (Check all Applicable) |             |
| 1211 Choquette                           |         |       | 3. IRS or Soc. Sec. No.<br>of Reporting Person<br>(Voluntary)      | Director  | X 10% Owner |
| (Street)                                 |         |       | ---  | Officer   | Other       |
| Austin Texas 78757                       |         |       |  | ---(give title below)---(Specify below)                                 |             |
| (City)                                   | (State) | (Zip) | 6. If Amendment, Date of<br>Original (Mon/Day/Year)                |   |             |
|  |         |       | / /  |   |             |
|  |         |       | 7. Individual or Joint/<br>Group Filing<br>(Check Applicable Line) |   |             |
|  |         |       | X Form filed by One  |   |             |
|  |         |       | --- Reporting Person   |   |             |
|  |         |       | Form filed by More   |   |             |
|  |         |       | --- than Reporting Person  |   |             |

## TABLE I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities<br>Beneficially Owned<br>(Instr. 4) | 3. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 5) | 4. Nature of Indirect Beneficial<br>Ownership (Instr. 5) |
|---------------------------------|---|--|--|
| Common Stock                    | 589,000   | D  |  |

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

\*If the form is filed by more than one reporting person, see Instruction 5(b)(v).

(Over)

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 3. Title and Amount of Underlying Derivative Security (Instr. 4) |                            | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|--|----------------------------|--|---|---|
|  | Date Exercisable   | Expiration Date | Title  | Amount or Number of Shares |  |   |   |
| Convertible Debenture                      | 08/11/1998   | 09/01/2004      | Common Stock   | 237,325                    | \$2.75   | D   |   |

Explanation of Responses:

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ Ralph Lee McElroy

12/22/1998

\*\*Signature of Reporting Person

Date

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

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