

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2007-12-10** | Period of Report: **2007-11-30**
SEC Accession No. **0000921895-07-002804**

(HTML Version on secdatabase.com)

REPORTING OWNER

SOLOMON JEFFREY M

CIK: **1275922**

Type: **3** | Act: **34** | File No.: **001-11908** | Film No.: **071296984**

Mailing Address

666 THIRD AVENUE 26TH FL
NEW YORK NY 10017

C4S & CO LLC

CIK: **1267474** | State of Incorporation: **DE** | Fiscal Year End: **1231**

Type: **3** | Act: **34** | File No.: **001-11908** | Film No.: **071296988**

Business Address

666 THIRD AVENUE
26TH FLOOR
NEW YORK NY 10017
2128457909

RAMIUS SECURITIES LLC

CIK: **1267470** | State of Incorporation: **DE** | Fiscal Year End: **1231**

Type: **3** | Act: **34** | File No.: **001-11908** | Film No.: **071296983**

Business Address

666 THIRD AVENUE
26TH FLOOR
NEW YORK NY 10017
2128457909

STARK MORGAN B

CIK: **1267535**

Type: **3** | Act: **34** | File No.: **001-11908** | Film No.: **071296986**

Business Address

666 THIRD AVENUE
26TH FLOOR
NEW YORK NY 10017
2128457909

COHEN PETER A

CIK: **1042589**

Type: **3** | Act: **34** | File No.: **001-11908** | Film No.: **071296987**

Mailing Address

666 THIRD AVE
26TH FL
NEW YORK NY 10017

Business Address

2128457909

STRAUSS THOMAS W

CIK: **1043935**

Type: **3** | Act: **34** | File No.: **001-11908** | Film No.: **071296985**

Mailing Address

666 THIRD AVE
26TH FL
NEW YORK NY 10017

Business Address

2128457909

ISSUER

LENOX GROUP INC

CIK: **902270** | IRS No.: **133684956** | State of Incorporation: **DE** | Fiscal Year End: **1230**

SIC: **3260** Pottery & related products

Mailing Address

ONE VILLAGE PLACE
6436 CITY WEST PARKWAY
EDEN PRAIRIE MN 55344

Business Address

ONE VILLAGE PLACE
6436 CITY WEST PARKWAY
EDEN PRAIRIE MN 55344

RAMIUS CAPITAL GROUP LLC

CIK: **1050154** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **3** | Act: **34** | File No.: **001-11908** | Film No.: **071296989**

Mailing Address
666 THIRD AVENUE
26TH FLOOR
NEW YORK NY 10017

952-944-5600
Business Address
666 THIRD AVENUE
26TH FLOOR
NEW YORK NY 10017
2128457900

RCG CARPATHIA MASTER FUND LTD

CIK: **1267475** | Fiscal Year End: **1231**
Type: **3** | Act: **34** | File No.: **001-11908** | Film No.: **071296982**

Mailing Address
C/O RAMIUS CAPITAL GROUP
LLC
666 THIRD AVENUE
NEW YORK NY 10017

Business Address
666 THIRD AVENUE
26TH FLOOR
NEW YORK NY 10017
212 201 4823

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: 02/28/2011
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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

1. Name and Address of Reporting Person RAMIUS CAPITAL GROUP LLC (Last) (First) (Middle) 666 THIRD AVENUE, 26TH FLOOR, (Street) NEW YORK CITY, NY 10017 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 11/30/2007	3. Issuer Name and Ticker or Trading Symbol LENOX GROUP INC [LGI]		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ___ Director ___ <input checked="" type="checkbox"/> 10% Owner ___ Officer (give title below) ___ Other (specify below)		5. If Amendment, Date Original Filed (Month/Day/Year)
				6. Individual or Joint/Group Filing (Check applicable line) ___ 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 Par Value \$0.01 Per Share	297,010	I	By Ramius Securities, L.L.C. ⁽¹⁾
Common Stock Par Value \$0.01 Per Share	1,213,511	I	By RCG Carpathia Master Fund, Ltd. ⁽²⁾

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) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RAMIUS CAPITAL GROUP LLC 666 THIRD AVENUE, 26TH FLOOR NEW YORK CITY, NY 10017		X		
C4S & CO LLC C/O RAMIUS CAPITAL GROUP, L.L.C.		X		

666 THIRD AVENUE, 26TH FLOOR NEW YORK CITY, NY 10017				
COHEN PETER A C/O RAMIUS CAPITAL GROUP, LLC 666 THIRD AVENUE, 26TH FLOOR NEW YORK CITY, NY 10017		X		See Explanation of Responses
STARK MORGAN B C/O RAMIUS CAPITAL GROUP, LLC 666 THIRD AVENUE, 26TH FLOOR NEW YORK CITY, NY 10017		X		
STRAUSS THOMAS W C/O RAMIUS CAPITAL GROUP, LLC 666 THIRD AVENUE, 26TH FLOOR NEW YORK CITY, NY 10017		X		
SOLOMON JEFFREY M C/O RAMIUS CAPITAL GROUP, LLC 666 THIRD AVENUE, 26TH FLOOR NEW YORK CITY, NY 10017		X		
RAMIUS SECURITIES LLC C/O RAMIUS CAPITAL GROUP, L.L.C. 666 THIRD AVENUE, 26TH FLOOR NEW YORK, NY 10017				See Explanation of Responses
RCG CARPATHIA MASTER FUND LTD C/O RAMIUS CAPITAL GROUP, L.L.C. 666 THIRD AVENUE, 26TH FLOOR NEW YORK, NY 10017				See Explanation of Responses

Explanation of Responses:

- Consists of Shares owned by Ramius Securities, L.L.C. (Ramius Securities). As the managing member of Ramius Securities, with the power to direct some of the affairs, including decisions with respect to the disposition of the proceeds from the sale of the Shares, of Ramius Securities, Ramius Capital Group, L.L.C. (Ramius) may be deemed to beneficially own the Shares owned by Ramius Securities. As the managing member of Ramius, C4S & Co., L.L.C. (C4S) may be deemed to beneficially own the Shares owned by Ramius Securities. As the managing members of C4S, each of Peter A. Cohen, Morgan B. Stark, Jeffrey M. Solomon and Thomas W. Strauss may be deemed to beneficially own the Shares owned by Ramius Securities. Each of Messrs. Cohen, Stark, Solomon and Strauss, Ramius and C4S disclaims beneficial ownership of such Shares except to the extent of their pecuniary interest therein.
- Consists of Shares owned by RCG Carpathia Master Fund, Ltd. (RCG Carpathia). As the investment advisor of RCG Carpathia, with the power to direct some of the affairs, including decisions with respect to the disposition of the proceeds from the sale of the Shares, of RCG Carpathia, Ramius may be deemed to beneficially own the Shares owned by RCG Carpathia. As the managing member of Ramius, C4S & Co., L.L.C. (C4S) may be deemed to beneficially own the Shares owned by RCG Carpathia. As the managing members of C4S, each of Peter A. Cohen, Morgan B. Stark, Jeffrey M. Solomon and Thomas W. Strauss may be deemed to beneficially own the Shares owned by RCG Carpathia. Each of Messrs. Cohen, Stark, Solomon and Strauss, Ramius and C4S disclaims beneficial ownership of such Shares except to the extent of their pecuniary interest therein.

Signatures

By: Ramius Capital Group, L.L.C.; By: /s/ Owen S. Littman, Authorized Signatory	12/10/2007
By: C4S & Co., L.L.C.; By: /s/ Owen S. Littman, as Attorney in Fact for Jeffrey M. Solomon, as Managing Member	12/10/2007
By: /s/ Owen S. Littman, as Attorney in Fact for Peter A. Cohen	12/10/2007
By: /s/ Owen S. Littman, as Attorney in Fact for Morgan B. Stark	12/10/2007
By: /s/ Owen S. Littman, as Attorney in Fact for Thomas W. Strauss	12/10/2007
By: /s/ Owen S. Littman, as Attorney in Fact for Jeffrey M. Solomon	12/10/2007
By: Ramius Securities, L.L.C.; By: /s/ Owen S. Littman, Authorized Signatory	12/10/2007
By: RCG Carpathia Master Fund, Ltd.; By: /s/ Owen S. Littman, Authorized Signatory	12/10/2007
** Signature of Reporting Person	Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (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).

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

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 Number.

POWER OF ATTORNEY

The undersigned hereby appoints Peter A. Cohen, Morgan B. Stark, Thomas W. Strauss, Jeffrey M. Solomon, Marran H. Ogilvie and Owen S. Littman, or any of them, his true and lawful attorney-in fact and agent to execute for, and on behalf of, the undersigned all Forms 3, 4 and 5 required to be filed under Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder as a result of the undersigned's beneficial ownership of, or participation in a group with respect to, securities directly or indirectly beneficially owned by Ramius Capital Group, L.L.C. or any of its affiliates, and granting unto said attorney-in-fact and agent full power and authority to do and perform each and every act and thing which he might or could do in person, hereby ratifying and confirming all that said attorney-in-fact and agent may lawfully do or cause to be done by virtue hereof. The authority of Peter A. Cohen, Morgan B. Stark, Thomas W. Strauss, Jeffrey M. Solomon, Marran H. Ogilvie and Owen S. Littman, or any of them, under this Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

Date: August 16, 2007

/s/ Peter A. Cohen

Peter A. Cohen

/s/ Morgan B. Stark

Morgan B. Stark

/s/ Jeffrey M. Solomon

Jeffrey M. Solomon

/s/ Thomas W. Strauss

Thomas W. Strauss