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MORTENSO	N LEE N										
Form 4											
March 03, 20	09										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB APPROVAL		
	UNITEDS	TATES S		ITIES AI			NGE (COMMISSION	OMB Number:	3235-0287	
if no long subject to Section 16 Form 4 or Form 5 obligation may conti	Check this box if no longer subject to Section 16. Form 4 or							Expires: January 3 200 Estimated average burden hours per response 0			
See Instru 1(b).	ction	50(11) 0	i uie iiiv	estinent v	compun	y 1100	. 01 17-				
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> MORTENSON LEE N			2. Issuer Name and Ticker or Trading Symbol ROCKY MOUNTAIN				ıg	5. Relationship of Reporting Person(s) to Issuer			
		CHOCOLATE FACTORY INC [RMCF]				С	(Check all applicable) X_ Director 10% Owner				
(Last) (First) (Middle) 265 TURNER DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 03/02/2009				Officer (give below)	Officer (give titleOther (specify below) below)			
200 101010	(Street)				0 1						
	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person					
DURANGO	, CO 81303								More than One Re		
(City)	(State) (2	Zip)	Table	e I - Non-Do	erivative S	Securi	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3.4. Securities AcquiredTransaction(A) or Disposed ofCode(D)(Instr. 8)(Instr. 3, 4 and 5)			d of	SecuritiesIBeneficially(OwnedI	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common	03/02/2009	03/02/20)09	S	1,000	D	\$ 5.25	4,352	D		

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Under Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Add	ress	Relationships						
	Director	10% Owner	Officer	Other				
MORTENSON LEE N 265 TURNER DRIVE DURANGO, CO 81303	X							
Signatures								
Lee N. Mortenson	03/03/2009							
<u>**</u> Signature of Reporting Person	Date							

Explanation of Responses:

* 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. 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.