

RLCF I 1997 LTD PARTNERSHIP

Form 4

March 19, 2008

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

OMB  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**CRUZ RALPH L**

(Last) (First) (Middle)

8050 SW 10TH STREET, SUITE  
4000

(Street)

PLANTATION, FL 33324

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**TRADESTATION GROUP INC**  
**[TRAD]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/18/2008

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☐ Form filed by One Reporting Person  
☒ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$.01 per share	03/18/2008		S <sup>(1)</sup>		1,466	D	\$ 9.14	4,079,402	I	Partner <sup>(2)</sup>
Common Stock, par value \$.01 per share	03/18/2008		S <sup>(1)</sup>		1,734	D	\$ 9.13	4,077,668	I	Partner <sup>(2)</sup>
Common Stock, par value \$.01	03/18/2008		S <sup>(1)</sup>		3,600	D	\$ 9.12	4,074,068	I	Partner <sup>(2)</sup>

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per share									
Common Stock, par value \$.01 per share	03/18/2008	<u>S<sup>(1)</sup></u>	400	D	\$ 9.11	4,073,668	I	Partner <u>(2)</u>	
Common Stock, par value \$.01 per share	03/18/2008	<u>S<sup>(1)</sup></u>	1,267	D	\$ 9.1	4,072,401	I	Partner <u>(2)</u>	
Common Stock, par value \$.01 per share	03/18/2008	<u>S<sup>(1)</sup></u>	2,033	D	\$ 9.09	4,070,368	I	Partner <u>(2)</u>	
Common Stock, par value \$.01 per share	03/18/2008	<u>S<sup>(1)</sup></u>	281	D	\$ 9.08	4,070,087	I	Partner <u>(2)</u>	
Common Stock, par value \$.01 per share	03/18/2008	<u>S<sup>(1)</sup></u>	1,519	D	\$ 9.07	4,068,568	I	Partner <u>(2)</u>	
Common Stock, par value \$.01 per share	03/18/2008	<u>S<sup>(1)</sup></u>	500	D	\$ 9.06	4,068,068	I	Partner <u>(2)</u>	
Common Stock, par value \$.01 per share	03/18/2008	<u>S<sup>(1)</sup></u>	1,200	D	\$ 9.05	4,066,868	I	Partner <u>(2)</u>	
Common Stock, par value \$.01 per share	03/18/2008	<u>S<sup>(1)</sup></u>	1,700	D	\$ 9.04	4,065,168	I	Partner <u>(2)</u>	
Common Stock, par value \$.01 per share	03/18/2008	<u>S<sup>(1)</sup></u>	1,200	D	\$ 9.03	4,063,968	I	Partner <u>(2)</u>	
Common Stock, par value \$.01 per share	03/18/2008	<u>S<sup>(1)</sup></u>	700	D	\$ 9.02	4,063,268	I	Partner <u>(2)</u>	
Common Stock, par value \$.01 per share	03/18/2008	<u>S<sup>(1)</sup></u>	800	D	\$ 9.01	4,062,468	I	Partner <u>(2)</u>	

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Common  
Stock, par  
value \$.01  
per share

1,950,000      I      Partner <sup>(3)</sup>

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.**

SEC 1474  
(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CRUZ RALPH L 8050 SW 10TH STREET SUITE 4000 PLANTATION, FL 33324	X	X		
RLCF I 1997 LTD PARTNERSHIP 8050 SW 10TH STREET SUITE 4000 PLANTATION, FL 33324				X(2)

## Signatures

/s/ Ralph L. Cruz, individually and as President of RLCF-I GP, Inc., the general partner of  
RLCF-I 1997 Limited Partnership

03/19/2008

\_\_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).
- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by RLCF-I 1997 Limited Partnership on February 20, 2008.  
  
Shares owned by RLCF-I 1997 Limited Partnership, the 1% general partner of which is a Texas corporation that is wholly owned by Ralph L. Cruz and the limited partners of which are Ralph L. Cruz (93.594% partnership interest) and his spouse (5.406% partnership interest). RLCF-I 1997 Limited Partnership is currently the beneficial owner of less than 10% of the issuer's common stock and, accordingly, currently not subject to Section 16 of the Securities Exchange Act of 1934, as amended.
- (3) Shares owned by RLCF-II 1997 Limited Partnership, which is a 100% beneficially owned by Ralph L. Cruz. This partnership engaged in no purchase or sale transactions regarding the shares.

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

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