

AFC ENTERPRISES INC

Filed by
DELTA PARTNERS LLC

FORM SC 13G/A (Amended Statement of Ownership)

Filed 02/10/09

Address	5555 GLENRIDGE CONNECTOR, NE, SUITE 300 ATLANTA, GA 30342
Telephone	4044594450
CIK	0001041379
Symbol	AFCE
SIC Code	5812 - Eating Places
Industry	Restaurants
Sector	Services
Fiscal Year	12/30

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

SCHEDULE 13G

(Amendment No. 5)

AFC Enterprises, Inc.

(Name of issuer)

COMMON STOCK, \$0.01 PAR Value

(Title of class of securities)

00104Q107

(CUSIP number)

December 31, 2008

(Date of event which requires filing of this statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

(Continued on the following pages)

(1)The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

* SEE INSTRUCTIONS BEFORE FILLING OUT!

----- SCHEDULE 13G -----

CUSIP No. 00104Q107

Page 2 of 10 Pages

1	NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS	
	Delta Partners LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION	
	State of Delaware	
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 SOLE VOTING POWER None
		6 SHARED VOTING POWER 143,362 common stock
		7 SOLE DISPOSITIVE POWER None
		8 SHARED DISPOSITIVE POWER 143,362 common stock
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	143,362 common stock	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	<input type="checkbox"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
	0.6% common stock	
12	TYPE OF REPORTING PERSON *	
	CO, IA	

=====

* SEE INSTRUCTIONS BEFORE FILLING OUT!

----- SCHEDULE 13G -----

CUSIP No. 00104Q107

Page 3 of 10 Pages

1	NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS	
	Charles Jobson	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Massachusetts	
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 SOLE VOTING POWER None
		6 SHARED VOTING POWER 143,362 common stock
		7 SOLE DISPOSITIVE POWER None
		8 SHARED DISPOSITIVE POWER 143,362 common stock
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	143,362 common stock	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	<input type="checkbox"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
	0.6% common stock	
12	TYPE OF REPORTING PERSON *	
	IN	

=====

* SEE INSTRUCTIONS BEFORE FILLING OUT!

----- SCHEDULE 13G -----

CUSIP No. 00104Q107

Page 4 of 10 Pages

1	NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS	
	Prism Offshore Fund, Ltd.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Cayman Islands	
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 SOLE VOTING POWER 69,998 common stock
		6 SHARED VOTING POWER None
		7 SOLE DISPOSITIVE POWER 69,998 common stock
		8 SHARED DISPOSITIVE POWER None
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	69,998 common stock	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	<input type="checkbox"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
	0.3% common stock	
12	TYPE OF REPORTING PERSON *	
	IN	

=====

* SEE INSTRUCTIONS BEFORE FILLING OUT!

STATEMENT ON SCHEDULE 13G

ITEM 1(a). NAME OF ISSUER:

AFC Enterprises, Inc.

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

5555 Glenridge Connector, NE

Suite 300
Atlanta, GA 30342

ITEM 2(a). NAMES OF PERSON FILING:

Delta Partners LLC, a Delaware Limited Liability Company Charles Jobson, United States Citizen Prism Offshore Fund, Ltd, a Cayman Islands Exempted Company

ITEM 2(b). BUSINESS MAILING ADDRESS FOR EACH PERSON FILING:

Each of the reporting persons & entities has a business address of:

One International Place, Suite 2401 Boston, MA 02110

ITEM 2(c). CITIZENSHIP:

Shown in item 2(a) above

ITEM 2(d). TITLE OF CLASS OF SECURITIES:

Common Stock, \$0.01 Par Value

ITEM 2(E). CUSIP NUMBER:

00104Q107

ITEM3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A:

Not Applicable

If this statement is filed pursuant to Rule 240,13d-1(c), check this box [x].

ITEM 4. OWNERSHIP:

DELTA PARTNERS LLC *

- (a) Amount Beneficially Owned: 143,362 common stock
 - (b) Percent of Class: 0.6% common stock
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: None
 - (ii) shared power to vote or to direct the vote: 143,362 common stock
 - (iii) sole power to dispose or to direct the disposition of: None
 - (iv) shared power to dispose or to direct the disposition of: 143,362 common stock
-

Prism Offshore Fund, Ltd. *

- (a) Amount Beneficially Owned: 69,998 common stock
- (b) Percent of Class: 0.3% common stock
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 69,998 common stock
 - (ii) shared power to vote or to direct the vote: None
 - (iii) sole power to dispose or to direct the disposition of: 69,998 common stock
 - (iv) shared power to dispose or to direct the disposition of: None

CHARLES JOBSON *

(a) Amount Beneficially Owned: 143,362 common stock

(b) Percent of Class: 0.6% common stock

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: None

(ii) shared power to vote or to direct the vote: 143,362 common stock

(iii) sole power to dispose or to direct the disposition of: None

(iv) shared power to dispose or to direct the disposition of: 143,362 common stock

* Shares reported for Delta Partners, LLC and Charles Jobson include shares beneficially owned by Prism Partners L.P., Prism Offshore Fund Limited, and Prism Partners QP, LP.

Item 5. Ownership of Five Percent or Less of a Class:

This Schedule 13G is being filed to report, among other things, that Delta Partners, LLC, Charles Jobson and Prism Offshore Fund, Ltd. are no longer holders of greater than five percent of any class of securities of the Issuer and therefore are no longer obligated to file additional amendments with regard to those shares of the Issuer for which it may be deemed to be a beneficial owner.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

Not Applicable

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

Not Applicable

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

Not Applicable

ITEM 9. NOTICE OF DISSOLUTION OF GROUP:

Not Applicable

ITEM 10. CERTIFICATION:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 10, 2009

DELTA PARTNERS LLC

By: */s/ Charles Jobson*

Charles Jobson, Managing Member

CHARLES JOBSON

By: Charles Jobson

PRISM OFFSHORE FUND, LTD.

By: DELTA PARTNERS, LLC
its investment manager

/s/ Charles Jobson

Charles Jobson, Managing Member

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a statement on Schedule 13G (including amendments thereto) with respect to the Common Stock of AFC Enterprises, Inc. and further agree that this agreement be included as an exhibit to such filing. Each party to the agreement expressly authorizes each other party to file on its behalf any and all amend- ments to such statement. Each party to this agreement agrees that this joint filing agreement may be signed in counterparts.

In evidence whereof, the undersigned have caused this Agreement to be executed on their behalf this 10th day of February 2009.

DELTA PARTNERS LLC

By: */s/ Charles Jobson*

Charles Jobson, Managing Member

CHARLES JOBSON

By: Charles Jobson

PRISM OFFSHORE FUND, LTD.

By: DELTA PARTNERS, LLC
its investment manager

/s/ Charles Jobson

Charles Jobson, Managing Member