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LAROCHE RICHARD F JR

Form 4 April 24, 2008

OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... Form 5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b).

(Print or Type Responses)

1. Name and Address LAROCHE RIC	Symbol	NATIONAL HEALTHCARE CORP			Issu	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) (First) (Middle) 2103 SHANNON DRIVE				3. Date of Earliest Transaction (Month/Day/Year) 04/21/2008			_	_X_ Director 10% Owner Officer (give title below) Other (specify below)				
MURFREESBO	(Street) ORO, TN 3	7129		4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1.Title of Security (Instr. 3)	2. Transact (Month/Da		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	on(A) or Dis	(A) or Disposed of (D) nstr. 3, 4 and 5) (A) or Amount (D) Price		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)		
Common Stock, held in trust, subject to life estate								29,523	I	Remainder in GRAT		
Common Stock - IRA								1,038	D			
Common Stock - Held in my name or my wife's name	04/21/20	08		M	15,000	A	\$ 19.6	17,000	D			
								276,152	D			

2005

0.5

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Common Stock - Partnership							
Common Stock - Family Partnership	23,638	I	Family Partnership				
Common Stock - Family Foundation	8,635	I	Trustee of Family Foundation				
Shares of Series A Conv. Preferred Stock by Trustee of GRAT	31,523	I	Remain. in GRAT				
Shares of Series A Conv. Preferred Stock - IRA	1,921	D					
Shares of Series A Conv. Preferred Stock - LaRoche Family LP	3,938	I	Family Partnership				
Shares of Series A Conv. Preferred Stock-LaRoche Enterprises	330,202	D					
Shares of Series A Conv. Preferred Stock-Family Foundation	10,480	I	Trustee of Family Foundation				
Reminder: Report on a separate line for each class of securities bene	finially award directly or indirectly						
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	quired, Disposed of, or Beneficially Owneds, options, convertible securities)	I					

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Acquired (A)			
	Derivative				or Disposed of		
	Security				(D)		

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(Instr. 3, 4, and 5)

			and 3)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Stock	\$ 19.6	04/21/2008	M			15,000	04/24/2003	04/23/2008	Common Stock	15,000
Option to Purchase Common Stock	\$ 27.01						04/20/2004	04/19/2009	Common Stock	15,000
Option to Purchase Common Stock	\$ 32.01						05/03/2005	05/02/2010	Common Stock	15,000
Option to Purchase Common Stock	\$ 44.25						05/03/2006	05/02/2011	Common Stock	15,000
Option to Purchase Common Stock	\$ 52.5						04/24/2007	04/23/2012	Common Stock	13,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
LAROCHE RICHARD F JR 2103 SHANNON DRIVE MURFREESBORO, TN 37129	X							
_ ·								

Signatures

Richard F. LaRoche, Jr. by Ann S. Benson,
POA

**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.

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