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DANIEL DOI Form 4	NALD K										
February 23, 2	2011										
FORM	4	П СТАТЕС	SECUD	ITIES AN	ND EVC		NCE C	OMMISSION	OMB APPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549						UMMISSIUN	OMB Number:	3235-0287			
Check this box if no longer						Expires:	January 31, 2005				
subject to Section 16 Form 4 or	16. STATEMENT OF CHANGES				ES IN BENEFICIAL OWNERSHIP O ECURITIES					average ours per 0.5	
Form 5 obligations may contin <i>See</i> Instruc 1(b).	Section 1	7(a) of the		lity Holdi	ng Com	pany	Act of	e Act of 1934, 1935 or Sectio 0	n		
(Print or Type Re	esponses)										
			2. Issuer Name and Ticker or Trading Symbol NATIONAL HEALTHCARE CORP					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			[NHC]								
(Mo			(Month/Da	3. Date of Earliest Transaction (Month/Day/Year) 02/21/2011				Director 10% Owner X Officer (give title Other (specify below) below) Sr. Vice President, Controller			
Filed(Mo				nendment, Date Original lonth/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 			
MURFREES	BORO, TN 3	7130						Person		xeporting	
(City)	(State)	(Zip)	Table	I - Non-De	erivative S	ecuri	ties Acqu	uired, Disposed of	f, or Benefici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y	ear) Executi any	emed on Date, if /Day/Year)	3. Transactio Code (Instr. 8)	(Instr. 3,	spose 4 and (A) or	d of (D) 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)	
Shares of				Code V		(D)	Price				
Common Stock	02/21/2011			М	8,000 (1)	А	\$ 35.37	224,191	Ι	Partnership	
Shares of Series A Convertible Preferred Stock								141,073	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ative Expiration Date es (Month/Day/Year) d d of		7. Title and Amount of Underlying Securities (Instr. 3 and 4)16		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to purchase Common Stock	\$ 35.37	02/21/2011		М		8,000	02/21/2011	06/15/2015	Common Stock	8,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
DANIEL DONALD K 100 VINE ST., SUITE 1200 MURFREESBORO, TN 37130			Sr. Vice President, Controller				
Signatures							

Donald K. Daniel	02/23/2011
<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).
- (1) These stock options were granted pursuant to the Company's 2010 Omnibus Equity Incentive Plan on June 15, 2010. The grant and exercise of these stock options are exempt from Section 16(b) pursuant to Rule 16b-3(d).

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.