STUEWE RANDALL C

Form 4

January 18, 2007

FORM 4

Check this box

if no longer

Section 16.

Form 4 or

obligations

may continue.

See Instruction

Form 5

subject to

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

OMB

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January 31, 2005

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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

1(b).

(Print or Type Responses)

1 Name and Address of Departing De

| STUEWE RANDALL C | | | ssuer Name and bol RLING INTE. LR] | | C | Issuer (Check all applicable) | | |
|--------------------------------------|---|-----------------|--|------------|---------------------------------------|--|--|------|
| | INTERNATIONA CONNOR RIDG | (Mor AL 01/1 | ate of Earliest Tranth/Day/Year) 6/2007 | ansaction | | X Director 10% OwnerX Officer (give title Other (specify below) Chairman and CEO | | |
| IRVING, TX | | Filed | Amendment, Dat | | · · · · · · · · · · · · · · · · · · · | Person | One Reporting Pe More than One Re | rson |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | | 3. e, if Transactio Code | 4. Securit | ies Acquired sposed of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | · |
| Common stock | 01/16/2007 | | F | 14,454 | D \$ 5.39 | 339,946 | 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)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)

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| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | | 4. Transactio | 5. orNumber | 6. Date Exerc Expiration D | | 7. Title at Amount of | | 8. Price of Derivative | 9. Nu Deriv |
|------------------------|---|--------------------------------------|----------------------|------------------|---|-------------------------------|--------------------|--|-------------------------|------------------------|---|
| Security (Instr. 3) | or Exercise Price of Derivative Security | (monda, Day, Teal) | any (Month/Day/Year) | Code (Instr. 8) | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/ | | Underlyin Securities (Instr. 3 a | ng s | Security (Instr. 5) | Secur Bene Owne Follo Repo Trans (Instr |
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | or Title Nu of | nount umber uares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|------------------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| STUEWE RANDALL C DARLING INTERNATIONAL INC. 251 O'CONNOR RIDGE BLVD., SUITE 300 IRVING. TX 75038 | X | | Chairman and CEO | | | |

Signatures

Randall C.
Stuewe 01/18/2007

**Signature of Date

**Signature of Reporting Person

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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