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DALITZ MICHAEL C

Form 4	LALL C										
December 11	, 2008										
FORM /								OMB APPROVAL			
Washington, D.C. 20549						COMMISSION	OMB Number:	3235-0287			
Check thi if no long	er				Expires:	January 31, 2005					
subject to Section 1 Form 4 or Form 5	, SIAIE 6. r			NERSHIP OF	Estimated a burden hou response	average Irs per					
obligation may cont <i>See</i> Instru 1(b).	inue. Section 1	7(a) of the		ility Hold	ing Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40	n		
(Print or Type F	Responses)										
1. Name and Address of Reporting Person <u>*</u> PALITZ MICHAEL C			2. Issuer Name and Ticker or Trading Symbol FINANCIAL FEDERAL CORP [FIF]				-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)					_X_ Director10% Owner Officer (give titleOther (specify below)below)			
733 THIRD	AVENUE		12/09/20	008)		
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
NEW YORI	K, NY 10017		Filed(Mon	th/Day/Year)				Applicable Line) _X_ Form filed by Form filed by M Person			
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	any		emed on Date, if /Day/Year)	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A)				Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	12/09/2008			А	2,000	А	\$0	247,107	D		
Common Stock								104,297	Ι	By S-Corp	
Common Stock								10,000	Ι	By Spouse	

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

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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. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Add	ress	Relationships						
	Director	10% Owner	Officer	Other				
PALITZ MICHAEL C 733 THIRD AVENUE NEW YORK, NY 10017	Х							
Signatures								
/s/ Palitz,								
Michael C.	12/09/2008							
<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).

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.