

BARBIERI DONALD K  
Form SC 13G/A  
February 25, 2011

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

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934  
(Amendment No. 7)**

Red Lion Hotels Corporation  
(Name of Issuer)  
Common Stock, \$0.01 par value  
(Title of Class of Securities)

756764106

(CUSIP Number)

December 31, 2010

(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)

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 the disclosures provided in a prior cover page.

The information required in 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 ( Act ) 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).

CUSIP No. 756764106

Page 2 of 5 Pages

1. NAMES OF REPORTING PERSONS.  
Donald K. Barbieri

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2. (a)   
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION:  
United States of America

- |              |    |                          |
|--------------|----|--------------------------|
|              | 5. | SOLE VOTING POWER        |
| NUMBER OF    |    | 1,047,033 shares         |
| SHARES       | 6. | SHARED VOTING POWER      |
| BENEFICIALLY |    | 188,693 shares           |
| OWNED BY     |    |                          |
| EACH         | 7. | SOLE DISPOSITIVE POWER   |
| REPORTING    |    | 1,047,033 shares         |
| PERSON       |    |                          |
| WITH         | 8. | SHARED DISPOSITIVE POWER |
|              |    | 188,693 shares           |

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,235,726 shares

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

10.

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.

6.5%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12.

IN

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**Item 1.**

- (a) Name of Issuer

Red Lion Hotels Corporation

- (b) Address of Issuer's Principal Executive Offices

201 West North River Drive, Suite 100, Spokane, WA 99201

**Item 2.**

- (a) Name of Person Filing

Donald K. Barbieri

- (b) Address of Principal Business Office or, if none, Residence

201 W. North River Dr. #100, Spokane, WA 99201

- (c) Citizenship

United States of America

- (d) Title of Class of Securities

Common Stock, \$0.01 par value

- (e) CUSIP Number

756764106

**Item 3. If this statement is filed pursuant to 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a: N/A**

- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78c).
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e)  An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
- (h)  A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

- (i) o A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) o A non-US investor in accordance with 240.13d-1(b)(1)(ii)(J);
- (k) o Group, in accordance with 240.13d-1(b)(1)(ii)(J).

If filing as a non-US institution in accordance with 240.13d-1(b)(1)(ii)(J), please specify type of institution: \_\_\_\_\_

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**Item 4. Ownership.**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

As of December 31, 2010, Donald K. Barbieri may be deemed to beneficially own 1,235,726 shares within the meaning of Rule 13d-3 under the Securities Exchange Act of 1934, as amended. These include (i) 666 shares held in his account under a 401(k) plan; (ii) 77,697 shares held in the DKB Trust, with respect to which Mr. Barbieri has sole voting and dispositive power; (iii) 173,593 shares held in a joint account, with respect to which Mr. Barbieri has shared voting and dispositive power; and (iv) 15,100 shares held in the Barbieri Charitable Foundation, with respect to which Mr. Barbieri has shared voting and dispositive power. Mr. Barbieri disclaims beneficial ownership of the shares held in the DKB Trust and the Barbieri Charitable Foundation.

(b) Percent of class:

For information regarding percent of class with respect to the above listed shares, refer to Item 11 of the Cover Pages

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

For information on voting and dispositive power with respect to the above listed shares, refer to Items 5-8 of the Cover Pages

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following. o.

**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 or Control Person.**

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**

Not applicable

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**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: 2/25/2011

/s/ Donald K. Barbieri  
Donald K. Barbieri