Griffin Robert A. Form 4 February 17, 2011

FORM 4

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

OMB 3235-0287

Check this box if no longer subject to

Number: January 31, Expires: 2005

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per 0.5 response...

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

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 Reporting Person ** Griffin Robert A.			2. Issuer Name and Ticker or Trading Symbol DARLING INTERNATIONAL INC [DAR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
	(Last) (First) (Middle) O GRIFFIN INDUSTRIES, IC., 4221 ALEXANDRIA PIKE		3. Date of Earliest Transaction (Month/Day/Year) 02/02/2011	Director 10% OwnerX Officer (give title Other (specify below) Pres of Griffin Ind., Inc.
(Street) COLD SPRING, KY 41076		⁷ 6	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) Tal	ble I - Non	-Derivativ	e Secu	rities Acqui	red, Disposed of	, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securition Disposition (Instr. 3, 4)	ed of (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, \$0.01 par value per share	02/02/2011		S	61,584	D	\$ 12.0968	34,614	I	As Trustee of the Christopher A. Griffin Qualified Subchapter S Trust (1)
Common Stock, par value \$0.01 per	02/02/2011		S	61,627	D	\$ 12.0968	34,638	I	As Trustee of the Michael R. Griffin

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share			Qualified Subchapter S Trust (1)
Common Stock, par value 02/02/2011 \$0.01 per share	S	61,455 D \$ 34,540 I	As Trustee of the Renee L. Griffin Qualified Subchapter S Trust (1)

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.

> 9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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)	4. Transa Code (Instr.	etion	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)
			Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
Griffin Robert A. C/O GRIFFIN INDUSTRIES, INC. 4221 ALEXANDRIA PIKE COLD SPRING, KY 41076			Pres of Griffin Ind., Inc.				
Signatures							

Reporting Person

/s/ Robert A.	02/16/201			
Griffin	02/10/2011			
**Signature of	Date			

2 Reporting Owners

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) The reporting person is the trustee of the identified trusts of which the reporting person's children are the beneficiaries.

Remarks:

Griffin Industries, Inc. is a subsidiary of the issuer.

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.