Burger King Holdings Inc Form SC 13G/A February 14, 2008

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

SCHEDULE 13G Under the Securities Exchange Act of 1934 (Amendment No. 1)*

Burger King Holdings, Inc.
(Name of Issuer)
Common Stock, \$0.01 Par Value
(Title of Class of Securities)
121208201
(CUSIP Number)
December 31, 2007
(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)
[X] 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

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

disclosures provided in a prior cover page.

Notes).

Persons	s who	resp	pond	to	the	colle	ectio	on of	informat:	ion	contained	in	this	form	are
not red	quirec	l to	resp	ono	d ur	nless	the	form	displays	а	currently ·	vali	d OME	3 con	trol
number.															

SEC 1745 (3-06)

	Page 1 of 25 pages					
CUSIP No. 121208	 201 	13G				
I.R.S. Ident	. Name of Reporting Person. I.R.S. Identification No. of Above Person The Goldman Sachs Group, Inc.					
2. Check the Appropriate Box if a Member of a Group (a) [_] (b) [_]						
3. SEC Use Only						
4. Citizenship Delaware	 or Pla	ce of Organization:				
Number of	5.	Sole Voting Power				
Shares Beneficially Owned by	6.	Shared Voting Power				
Each	7.	Sole Dispositive Power				
Person With:	8.	Shared Dispositive Power				

9. Aggregate Amount Beneficially Owned by Each Reporting Person

18,662,310

10.	Check if the	Aggregate Amount in Row (9) Excludes C	ertain Shares
			[_]
11.	Percent of C	lass Represented by Amount in Row (9)	
	13.8%		
12.	Type of Repo	rting Person:	
	HC-CO		
		Page 2 of 25 pages	
CU	SIP No. 121208	201 13G	
1.	_	rting Person. ification No. of Above Person	
	Goldman Sach	s & Co.	
2.	Check the Ap	propriate Box if a Member of a Group	
			(a) [_] (b) [_]
3.	SEC Use Only		
4.	Citizenship	or Place of Organization:	
•	New York	or read or organization.	
		5. Sole Voting Power	
	Number of	0	
	Shares	6. Shared Voting Power	
В	eneficially	18,662,310	
	Owned by		
	Each	7. Sole Dispositive Power	
Ι	Reporting	0	

	Person					
	With:	8. 5	Shared Dispo	sitive Power		
	WICH.		18,662,	310		
9.	Aggregate Amo		eficially Ow	ned by Each Repo	orting Perso	n
10.	Check if the	Aggregat	te Amount in	Row (9) Exclude	es Certain S	nares
						[_]
11.	Percent of C	lass Repi	resented by	Amount in Row (9	9)	
	13.8%					
12.	Type of Repor	rting Per	rson:			
	BD-PN-IA					
			Page 3	of 25 pages		
CU	JSIP No. 1212082	201 		13G		
1.	Name of Report I.R.S. Ident:			ve Person		
	GS Capital Pa	artners 2	2000, L.P.			
2.				ember of a Group	(a) [_]
3.						
4.	Citizenship o	or Place	of Organiza	 tion:		
	Delaware					
		5. \$	Sole Voting	 Power		
	Number of		0			

	Shares			
D	eneficially	6.	Shared Voting Power	
Ь	Owned by		9,744,463	
	Each	 7.	Sole Dispositive Power	
	Reporting	, •	0	
	Person	8.	Shared Dispositive Power	
	With:		9,744,463	
9.	Aggregate Amo	ount Be	eneficially Owned by Each Reporting Pers	 on
	9,744,46	53		
10.	Check if the	Aggre	gate Amount in Row (9) Excludes Certain	Shares
				[_]
11.	Percent of Cl	lass R	epresented by Amount in Row (9)	
	7.2%			
12.	Type of Repor	rting 1	Person:	
	PN			
			Page 4 of 25 pages	
CU	SIP No. 1212082	201	13G	
1.	Name of Report		Person. On No. of Above Person	
	GS Capital Pa	artner	2000 Offshore, L.P.	
2.	Check the App	propri		a) [_] o) [_]
3.	SEC Use Only			

4.	Citizenship o	or Plac	ce of Organization:	
	Cayman Island	ls		
		5.	Sole Voting Power	
	Number of		0	
D	Shares eneficially	6.	Shared Voting Power	
Б	Owned by		3,540,766	
	Each	7.	Sole Dispositive Power	
	Reporting		0	
	Person	8.	Shared Dispositive Power	
	With:	•	3,540,766	
10.			gate Amount in Row (9) Excludes Certain Sha	[_]
 11.	Percent of Cl	ass Re		
	2.6%			
12.	Type of Repor	ting I	 Person:	
	PN			
			Page 5 of 25 pages	
CU	SIP No. 1212082		13G	
1.	-		Person. ion No. of Above Person	
	GS Advisors 2	2000, 1	L.L.C.	

2.	Check the App	ropriate Box if a	Member of a Group:	(a) [_] (b) [_]
3.	SEC Use Only			
4.	Citizenship o	r Place of Organiz	ation:	
	Number of Shares	5. Sole Voting 0 6. Shared Voti		
	Beneficially Owned by	13,285		
	Each Reporting	7. Sole Dispos 0	itive Power	
	Person With:	8. Shared Disp	ositive Power	
9.	Aggregate Amo		wned by Each Reporti	ng Person
10.	Check if the	Aggregate Amount i	n Row (9) Excludes C	ertain Shares
11.	Percent of Cl	ass Represented by	Amount in Row (9)	
12.	Type of Repor	ting Person:		

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	USIP No. 1212082	 201	
1.	I.R.S. Ident:	rting Person. ification No. of Above Person	
		artners 2000 GmbH & Co. Beteiligungs KG 	
2.	Check the App	propriate Box if a Member of a Group (a) (b)	
3.	SEC Use Only		
4.	Citizenship o	or Place of Organization:	
		5. Sole Voting Power	
	Number of	0	
	Shares		
]	Beneficially	6. Shared Voting Power	
	Owned by	407,296	
	Each	7. Sole Dispositive Power	
	Reporting	0	
	Person		
	With:	8. Shared Dispositive Power	
	WICH.	407,296	
9.	Aggregate Amo	ount Beneficially Owned by Each Reporting Person	
10.	Check if the	Aggregate Amount in Row (9) Excludes Certain Shan	 ces [_]
11.	Percent of C	lass Represented by Amount in Row (9)	
	0.3%		
12.	Type of Repo	rting Person:	

	Page 7 of 25 pages	
CUSIP No. 1212082	201 13G	
1. Name of Report I.R.S. Ident:	rting Person. Efication No. of Above Person	
Goldman, Sach	ns Management GP GmbH	
2. Check the App	propriate Box if a Member of a Group	(a) [_] (b) [_]
3. SEC Use Only		
4. Citizenship (or Place of Organization:	
	5. Sole Voting Power	
Number of	0	
Shares	6. Shared Voting Power 407,296	
Owned by		
Each Reporting	7. Sole Dispositive Power 0	
Person With:	8. Shared Dispositive Power	
	407,296	
9. Aggregate Amo	ount Beneficially Owned by Each Repor	cting Person
10. Check if the	Aggregate Amount in Row (9) Excludes	Certain Shares

9

[_]

	of Class Represented by Amount in Row (9)				
0.3%						
12. Type of F	Reporting Person:					
00						
	Page 8 of 25 pages					
CUSIP No. 121						
	Name of Reporting Person. I.R.S. Identification No. of Above Person					
Goldman,	Sachs & Co. oHG					
2. Check the	2. Check the Appropriate Box if a Member of a Group (a) [_]					
		(d) [_]				
3. SEC Use C	 Only					
4. Citizensh	nip or Place of Organization:					
Germany						
	5. Sole Voting Power					
Number of	0					
Shares	6. Shared Voting Power					
Beneficially	, 407 , 296					
Owned by	· 					
Each	7. Sole Dispositive Power					
Reporting	0					
Person	8. Shared Dispositive Power					
With:	407.296					

9.	Aggregate Amo	unt Beneficially Owned by Each Reporting	Person
	407,296		
10.	Check if the	Aggregate Amount in Row (9) Excludes Cert	ain Shares
			[_]
11.	Percent of Cl	ass Represented by Amount in Row (9)	
	0.3%		
	0 . 00		
12.	Type of Repor	ting Person:	
	00		
		Page 9 of 25 pages	
	SIP No. 1212082	 01 13G	
1.	Name of Repor	ting Person.	
	_	fication No. of Above Person	
	GS Capital Pa	rtners 2000 Employee Fund, L.P.	
2.	Check the App	ropriate Box if a Member of a Group	(-) []
			(a) [_] (b) [_]
3.	SEC Use Only		
4.	Citizenship o	r Place of Organization:	
	Delaware		
		5. Sole Voting Power	
	Number of	0	
	Shares		
В	eneficially	6. Shared Voting Power	
	Owned by	3,094,204	
	-		

	Each	7.	Sole Dispositive Power	
Ι	Reporting		0	
	Person With:	8.	Shared Dispositive Power 3,094,204	
9.	Aggregate Ar		eneficially Owned by Each Report	ing Person
10.	Check if the	e Aggre	rate Amount in Row (9) Excludes	Certain Shares
11.	Percent of (Class Re	presented by Amount in Row (9)	
12.	Type of Repo	orting l	erson:	
CUS	SIP No. 121208	 3201 	Page 10 of 25 pages	
1.	Name of Repo	_	Person. On No. of Above Person	
	Goldman Sach	ns Dire	t Investment Fund 2000, L.P.	
2.	Check the Ap		te Box if a Member of a Group	(a) [_] (b) [_]
3.	SEC Use Only			
4.	Citizenship Delaware	or Plac	e of Organization:	
		5.	Sole Voting Power	

	Number of	0		
	Shares	6. Shared Voting	. Power	
В	eneficially	477,819	, rower	
	Owned by	4//,013		
	Each	7. Sole Disposit	ive Power	
1	Reporting	0		
	Person	8. Shared Dispos	sitive Power	
	With:	477,819		
9.	Aggregate Amo	unt Beneficially Own	ned by Each Reporting	Person
	477,819			
10.	Check if the	Aggregate Amount in	Row (9) Excludes Cer	 ctain Shares
				[_]
11.	Percent of Cl	ass Represented by A	mount in Row (9)	
	0.4%			
12.	Type of Repor	ting Person:		
	PN			
		Page 11	of 25 pages	
CU	 SIP No. 1212082	 01	13G	
1.	Name of Report I.R.S. Identi	ting Person. fication No. of Abov	ve Person	
	GS Employee F	unds 2000 GP, L.L.C.		
2.	Check the App	ropriate Box if a Me	ember of a Group	(a) [_] (b) [_]
3.	SEC Use Only			

D - 1		
Delaware		
	5.	Sole Voting Power
Number of		0
Shares	 6.	Shared Voting Power
Beneficially	0.	3,572,023
Owned by		
Each	7.	Sole Dispositive Power
Reporting		0
Person	 8.	Shared Dispositive Power
With:		3,572,023
9. Aggregate 1	Amount Be	eneficially Owned by Each Reporting Person
3 , 572	, 023	
	ho Naaro	(A) F -1 d (C) -1 -1 -1 -1 -1 -1 -1 -1 -1 -1 -1 -1 -1
. Check if the	ne Aggre	gate Amount in Row (9) Excludes Certain Shares
O. Check if the	ne Aggre	gate Amount in Row (9) Excludes Certain Shares
		[_]
2.6%	Class Ro	[_] epresented by Amount in Row (9)
2.6% Type of Rej	Class Ro	[_] epresented by Amount in Row (9)
1. Percent of 2.6%	Class Ro	[_] epresented by Amount in Row (9)
2.6% Type of Rej	Class Ro	[_] epresented by Amount in Row (9)
Percent of 2.6% 12. Type of Rej	Class Ro	[_] epresented by Amount in Row (9)
Percent of 2.6% 12. Type of Rej	Class Ro	[_] epresented by Amount in Row (9)
Percent of 2.6% Type of Rej	Class Ro	epresented by Amount in Row (9) Person:
2.6% Type of Rej	Class Reconstruction	[_] epresented by Amount in Row (9) Person:

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	GS Private Eq	uity F	Partners 2000, L.P.	
2.	Check the App	ropria		a) [_] b) [_]
3.	SEC Use Only			
	Citizenship o	r Plac	ce of Organization:	
		 5.	Sole Voting Power	
N-	umber of	٥.	0	
Ben	Shares eficially wned by	6.	Shared Voting Power 554,052	
_	Each	7.	*	
	porting Person With:	8.	O Shared Dispositive Power 554,052	
9.	Aggregate Amo	unt Be	eneficially Owned by Each Reporting Perso	n
10.	Check if the	 Aggreg	gate Amount in Row (9) Excludes Certain S	 hares
				[_]
11.		ass Re	epresented by Amount in Row (9)	
	0.4%			
12.	Type of Repor PN			

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	 USIP No. 12120820	201 13G	
1.	I.R.S. Identif	rting Person. Efication No. of Above Person Advisors, L.L.C.	
2.	Check the Appi	propriate Box if a Member of a Group (a) [(b) [
3.	SEC Use Only		
4.	Citizenship on	or Place of Organization:	
	Number of	5. Sole Voting Power	
	Shares Beneficially Owned by	6. Shared Voting Power 554,052	
	Each Reporting	7. Sole Dispositive Power	
	Person With:	8. Shared Dispositive Power 554,052	
9.	Aggregate Amou	ount Beneficially Owned by Each Reporting Person	
10.	Check if the I	Aggregate Amount in Row (9) Excludes Certain Share]
11.	Percent of Cla	Lass Represented by Amount in Row (9)	
12.	Type of Report		

CUSIP No. 121208201 13G . Name of Reporting Person. I.R.S. Identification No. of Above Person Private Equity Partners 2000 Offshore Holdings, L.P. 2. Check the Appropriate Box if a Member of a Group (a) [_] (b) [_] 3. SEC Use Only . Citizenship or Place of Organization: Delaware 5. Sole Voting Power Number of O Shares 6. Shared Voting Power Beneficially Owned by Each 7. Sole Dispositive Power Reporting O Person 8. Shared Dispositive Power With: 190,449 9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449 0. Check if the Aggregate Amount in Row (9) Excludes Certain Shares			Page 1/ of 25 pages	
Name of Reporting Person. I.R.S. Identification No. of Above Person Private Equity Partners 2000 Offshore Holdings, L.P. Check the Appropriate Box if a Member of a Group (a) [_] (b) [_] SEC Use Only Citizenship or Place of Organization: Delaware 5. Sole Voting Power Number of Shares 6. Shared Voting Power Beneficially 190,449 Owned by Each 7. Sole Dispositive Power Reporting 0 Person 8. Shared Dispositive Power With: 190,449 9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449			rage 14 OI 23 pages	
I.R.S. Identification No. of Above Person Private Equity Partners 2000 Offshore Holdings, L.P. Check the Appropriate Box if a Member of a Group (a) [_] (b) [_] SEC Use Only Citizenship or Place of Organization: Delaware 5. Sole Voting Power Number of O Shares 6. Shared Voting Power Beneficially 190,449 Owned by Each 7. Sole Dispositive Power Reporting O Person 8. Shared Dispositive Power With: 190,449 O. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449	CUSIP No. 121208:	 201 	13G	
I.R.S. Identification No. of Above Person Private Equity Partners 2000 Offshore Holdings, L.P. Check the Appropriate Box if a Member of a Group (a) [_] (b) [_] SEC Use Only Citizenship or Place of Organization: Delaware 5. Sole Voting Power Number of O Shares 6. Shared Voting Power Beneficially 190,449 Owned by Each 7. Sole Dispositive Power Reporting O Person 8. Shared Dispositive Power With: 190,449 O. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449				
Check the Appropriate Box if a Member of a Group (a) [_] (b) [_] SEC Use Only Citizenship or Place of Organization: Delaware 5. Sole Voting Power Number of 0 Shares 6. Shared Voting Power Beneficially 190,449 Owned by Each 7. Sole Dispositive Power Reporting 0 Person 8. Shared Dispositive Power With: 190,449 D. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449				
(a) [_] (b) [_] . SEC Use Only . Citizenship or Place of Organization: Delaware 5. Sole Voting Power Number of 0 Shares 6. Shared Voting Power Beneficially 190,449 Owned by Each 7. Sole Dispositive Power Reporting 0 Person With: 190,449 P. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449	Private Equi	ty Part	tners 2000 Offshore Holdings, L.P.	
(b) [_] . SEC Use Only . Citizenship or Place of Organization: Delaware	. Check the App	propria	ate Box if a Member of a Group	(a) []
. SEC Use Only . Citizenship or Place of Organization: Delaware 5. Sole Voting Power Number of 0 Shares 6. Shared Voting Power Beneficially 190,449 Owned by Each 7. Sole Dispositive Power Reporting 0 Person 8. Shared Dispositive Power With: 190,449 9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449				(b) [_]
Delaware 5. Sole Voting Power Number of 0 Shares 6. Shared Voting Power Beneficially 190,449 Owned by Each 7. Sole Dispositive Power Reporting 0 Person 8. Shared Dispositive Power With: 190,449 9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449				
Delaware 5. Sole Voting Power Number of 0 Shares 6. Shared Voting Power Beneficially 190,449 Owned by Each 7. Sole Dispositive Power Reporting 0 Person 8. Shared Dispositive Power With: 190,449 9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449				
Delaware 5. Sole Voting Power Number of 0 Shares 6. Shared Voting Power Beneficially 190,449 Owned by Each 7. Sole Dispositive Power Reporting 0 Person 8. Shared Dispositive Power With: 190,449 9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449	Citigonahin		on of Organization.	
Sole Voting Power Number of 0 Shares 6. Shared Voting Power Beneficially 190,449 Owned by 2 Each 7. Sole Dispositive Power Reporting 0 Person 8. Shared Dispositive Power With: 190,449 9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449		OI FIAC	ce of Organization.	
Number of 0 Shares 6. Shared Voting Power Beneficially 190,449 Owned by 2 Each 7. Sole Dispositive Power Reporting 0 Person 8. Shared Dispositive Power With: 190,449 9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449		 5		
6. Shared Voting Power Beneficially 190,449 Owned by Each 7. Sole Dispositive Power Reporting 0 Person 8. Shared Dispositive Power With: 190,449 9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449	Number of			
Beneficially 190,449 Owned by Each 7. Sole Dispositive Power Reporting 0 Person 8. Shared Dispositive Power With: 190,449 9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449	Shares			
Owned by Each 7. Sole Dispositive Power Reporting 0 Person 8. Shared Dispositive Power With: 190,449 9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449	Beneficially	6.	Shared Voting Power	
Reporting 0 Person 8. Shared Dispositive Power With: 190,449 9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449	Owned by		190,449	
Person 8. Shared Dispositive Power With: 190,449 9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449	Each	7.	Sole Dispositive Power	
8. Shared Dispositive Power With: 190,449 9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449	Reporting		0	
With: 190,449 9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449	Person	 8		
9. Aggregate Amount Beneficially Owned by Each Reporting Person 190,449	With:	٠ .		
190,449				
	. Aggregate Amo	ount Be	eneficially Owned by Each Reportin	g Person
	190,449			

11.	Percent of C	lass R	epresented by Amount in Row (9)	
	0.1%			
12.	Type of Repo	 rting	Person:	
	PN			
			Page 15 of 25 pages	
CU	JSIP No. 121208	201 	13G	
1.		ificat	ion No. of Above Person	
	GS PEP 2000 (Offsho 	re Holdings Advisors, Inc.	
2.	Check the App	propri	ate Box if a Member of a Group	(a) [_] (b) [_]
3.	SEC Use Only			
4.	Citizenship (or Pla	ce of Organization:	
	Delaware			
		5.	Sole Voting Power	
	Number of		0	
E	Shares Beneficially	6.	Shared Voting Power	
	Owned by			
	Each	7.	Sole Dispositive Power	
	Reporting		0	
	Person			
	With:	8.	Shared Dispositive Power	
9.	Aggregate Amo	 ount B	eneficially Owned by Each Reporting	g Person

190,449

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10.	Check if the	Aggreo	gate Amount in Row (9) Excludes Certa	in Shares
				[_]
11.	Percent of Cl	ass Re	epresented by Amount in Row (9)	
	0.1%			
12.	Type of Repor	 ting E	Person:	
	00			
			Page 16 of 25 pages	
CUS	GIP No. 1212082		13G	
1.	Name of Repor		Person. ion No. of Above Person	
	GS Private Eq	uity E	Partners 2000 - Direct Investment Fur	nd, L.P.
2.	Check the App	ropria	ate Box if a Member of a Group	(a) [_] (b) [_]
3.	SEC Use Only			
4.	Citizenship o	r Plac	ce of Organization:	
	Delaware			
		5.	Sole Voting Power	
	Number of		0	
	Shares	 6	Shared Voting Power	
Ве	eneficially	•	211,138	
	Owned by			
	Each	7.	Sole Dispositive Power	
F	Reporting		0	
	Person	8.	Shared Dispositive Power	

	With:	211,138	
9.	Aggregate Amo	ount Beneficially Owned by Each Reporting Po	erson
10.	Check if the	Aggregate Amount in Row (9) Excludes Certa	in Shares
11.	Percent of Cl	ass Represented by Amount in Row (9)	
12.	Type of Repor	ting Person:	
		Page 17 of 25 pages	
 CU 	SIP No. 1212082	201 13G	
1.		fication No. of Above Person	
2.		Pirect Investment Advisors L.L.C.	(a) [_] (b) [_]
3.	SEC Use Only		
4.	Citizenship o	or Place of Organization:	
	Number of	5. Sole Voting Power	
В	Shares eneficially	6. Shared Voting Power 211,138	

Owned by

	Each	7.	Sole Disp	positive Power		
Ι	Reporting		0			
	Person With:	8.		ispositive Power		
9.	Aggregate Amo	ount Be	neficially	y Owned by Each Re	 eporting Pers	on
10.	Check if the	Aggreg	ate Amount	t in Row (9) Exclu	udes Certain	Shares [_]
11.	Percent of C	 lass Re	presented	by Amount in Row	(9)	
12.	Type of Repo	cting P	erson:			
			Page	e 18 of 25 pages		
CU:	SIP No. 1212082	201 		13G		
1.	Name of Report I.R.S. Ident:	ificati	on No. of	Above Person		
2.	Check the App	oropria	te Box if	a Member of a Gro	oup	(a) [_] (b) [_]
3.	SEC Use Only					
4.	Citizenship (or Plac				
		5.	Sole Voti	ing Power		

	Number of		0			
В	Shares eneficially Owned by	6. Sha	ared Voting 286,692	Power		
	Each	7. Sol	le Disposit	ive Power		
]	Reporting		0			
	Person With:			sitive Power		
9.	Aggregate Amo			ed by Each Rep	orting Person	n
10.	Check if the	Aggregate		Row (9) Exclud	es Certain Sh	hares
11.	Percent of Cl	ass Repres	sented by A	umount in Row (
12.						
			Page 19	of 25 pages		
CU	SIP No. 1212082	201		13G		
1.	Name of Report I.R.S. Identi	fication N	No. of Abov	e Person		
2.	Check the App	propriate E	3ox if a Me	ember of a Grou	(8	a) [_] b) [_]
3.	SEC Use Only					

4. Citizenship o	r Plac	ce of Organization:
Delaware		
	5.	Sole Voting Power
Number of		0
Shares	6.	Shared Voting Power
Beneficially Owned by		286,692
Each	 7.	Sole Dispositive Power
Reporting		0
Person	8.	Shared Dispositive Power
With:		286,692
10. Check if the	Aggre	gate Amount in Row (9) Excludes Certain Shares
10. Check if the	Aggre	gate Amount in Row (9) Excludes Certain Shares
		[_]
11. Percent of Cl	ass Re	epresented by Amount in Row (9)
0.2%		
12. Type of Repor	ting E	Person:
00		
		Page 20 of 25 pages
CUSIP No. 1212082		13G
1. Name of Repor		Porgon

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I.R.S. Identification No. of Above Person Bridge Street Special Opportunities Fund 2000, L.P. _____ 2. Check the Appropriate Box if a Member of a Group (a) [_] (b) [_] -----3. SEC Use Only _____ 4. Citizenship or Place of Organization: Delaware 5. Sole Voting Power Number of _____ Shares 6. Shared Voting Power Beneficially 143,346 Owned by -----7. Sole Dispositive Power Each Reporting Person 8. Shared Dispositive Power With: 143,346 9. Aggregate Amount Beneficially Owned by Each Reporting Person 143,346 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares ______ 11. Percent of Class Represented by Amount in Row (9) 0.1% -----12. Type of Reporting Person PN

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CU	SIP No. 1212082		13G			
1.	Name of Reporting Person. I.R.S. Identification No. of Above Person Bridge Street Special Opportunities Fund 2000, L.L.C.					
2.	Check the Appropriate Box if a Member of a Group (a) [_] (b) [_]					
3.	SEC Use Only					
4.	Citizenship (or Plac	e of Organization:			
		5.	Sole Voting Power			
	Number of		0			
В	Shares eneficially Owned by	6.	Shared Voting Power			
	Each	7.	Sole Dispositive Power			
	Reporting		0			
	Person With:	8.	Shared Dispositive Power			
9.	Aggregate Amo	ount Be	neficially Owned by Each Reporting Person			
10.	Check if the	Aggreç	ate Amount in Row (9) Excludes Certain Sha	res		

11. Percent of Class Represented by Amount in Row (9)

0.1%

12. Type of Reporting Person

00

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Item 4. Ownership. *

- (a). Amount beneficially owned:
 See the response(s) to Item 9 on the attached cover page(s).
- (b). Percent of Class: See the response(s) to Item 11 on the attached cover page(s).
- (c). Number of shares as to which such person has:
 - (i). Sole power to vote or to direct the vote: See the response(s) to Item 5 on the attached cover page(s).
 - (ii). Shared power to vote or to direct the vote: See the response(s) to Item 6 on the attached cover page(s).
 - (iii). Sole power to dispose or to direct the disposition
 of: See the response(s) to Item 7 on the attached
 cover page(s).
 - (iv). Shared power to dispose or to direct the disposition
 of: See the response(s) to Item 8 on the attached
 cover page(s).
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

 See Exhibit (99.2) as previously reported
- Item 8. Identification and Classification of Members of the Group.

 Not Applicable

^{*} In accordance with the Securities and Exchange Commission Release No. 34-39538 (January 12, 1998) (the "Release"), this filing reflects the securities beneficially owned by certain operating units (collectively, the "Goldman Sachs Reporting Units") of The Goldman Sachs Group, Inc. and its subsidiaries and affiliates (collectively, "GSG"). This filing does not reflect securities, if any, beneficially owned by any operating units of GSG whose ownership of securities is disaggregated from that of the Goldman Sachs Reporting Units in accordance with the Release. The Goldman Sachs Reporting Units disclaim beneficial ownership of the securities beneficially owned by (i) any client accounts with respect to which the Goldman Sachs Reporting Units or their

employees have voting or investment discretion, or both and (ii) certain investment entities of which the Goldman Sachs Reporting Units act as the general partner, managing general partner or other manager, to the extent interests in such entities are held by persons other than the Goldman Sachs Reporting Units.

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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.

Date: February 14, 2008	
THE GOLDMAN SACHS GROUP, INC.	GOLDMAN, SACHS & CO.
By:/s/ Ronald L. Christopher	By:/s/ Ronald L. Christopher
Name: Ronald L. Christopher Title: Attorney-in-fact	Name: Ronald L. Christopher Title: Attorney-in-fact
GS CAPITAL PARTNERS 2000, L.P.	GS Capital Partners 2000 Offshore, L.P.
By:/s/ Ronald L. Christopher	By:/s/ Ronald L. Christopher
Name: Ronald L. Christopher Title: Attorney-in-fact	Name: Ronald L. Christopher Title: Attorney-in-fact
GS ADVISORS 2000, L.L.C.	GS CAPITAL PARTNERS 2000 GmbH & Co. BETEILIGUNGS KG
By:/s/ Ronald L. Christopher	By:/s/ Ronald L. Christopher
Name: Ronald L. Christopher Title: Attorney-in-fact	Name: Ronald L. Christopher Title: Attorney-in-fact
GOLDMAN, SACHS MANAGEMENT GP GmbH	GOLDMAN, SACHS & CO. oHG
By:/s/ Ronald L. Christopher	By:/s/ Ronald L. Christopher
Name: Ronald L. Christopher Title: Attorney-in-fact	Name: Ronald L. Christopher Title: Attorney-in-fact
GS CAPITAL PARTNERS 2000 EMPLOYEE FUND, L.P.	GOLDMAN SACHS DIRECT INVESTMENT FUND 2000, L.P.
By:/s/ Ronald L. Christopher	By:/s/ Ronald L. Christopher
Name: Ronald L. Christopher Title: Attorney-in-fact	Name: Ronald L. Christopher Title: Attorney-in-fact

GS EMPLOYEE FUNDS 2000 GP L.L.C. GS PRIVATE EQUITY PARTNERS 2000, L.P.

By:/s/	Ronald L. Christopher	By:/s/	Ronald L. Christopher
Name:	Ronald L. Christopher	Name:	Ronald L. Christopher
Title:	Attorney-in-fact	Title:	Attorney-in-fact

GS PRIVATE EQUITY PARTNERS 2000, L.P. GS PEP ADVISORS, L.L.C.

By:/s/ Ronald L. Christopher

Name: Ronald L. Christopher

Title: Attorney-in-fact

By:/s/ Ronald L. Christopher

Name: Ronald L. Christopher

Title: Attorney-in-fact

PRIVATE EQUITY PARTNERS 2000 OFFSHORE GS PEP 2000 OFFSHORE HOLDINGS HOLDING, L.P. ADVISORS, INC.

By:/s/ Ronald L. Christopher

Name: Ronald L. Christopher

Name: Ronald L. Christopher

Title: Attorney-in-fact

Title: Attorney-in-fact _____ Title: Attorney-in-fact Title: Attorney-in-fact

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Signature Page continued

GS PRIVATE EQ	UITY PARTNERS	2000 DIRECT	GS PEP 2000 DIRECT	INVESTMENT
INVESTMENT FU	ND, L.P.		ADVISORS, L.L.C.	

By:/s/ Ronald L. Christopher	By:/s/ Ronald L. Christopher
Name: Ronald L. Christopher Title: Attorney-in-fact	Name: Ronald L. Christopher Title: Attorney-in-fact
STONE STREET FUND 2000, L.P.	STONE STREET FUND 2000, L.L.C.

By:/s/	Ronald L. Christopher	By:/s/	Ronald L. Christopher
	Ronald L. Christopher Attorney-in-fact		Ronald L. Christopher Attorney-in-fact

Bridge Street Special Opportunities	Bridge Street Special Opportunities
2000, L.P.	2000, L.L.C.

By:/s/	Ronald L. Christopher	By:/s/	Ronald L. Christopher
Name:	Ronald L. Christopher	Name:	Ronald L. Christopher
Title:	Attorney-in-fact	Title:	Attorney-in-fact

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