

CALIFORNIA COASTAL COMMUNITIES INC
Form SC 13G/A
February 14, 2006

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

SCHEDULE 13G
(Amendment No. 3) *

Under the Securities Exchange Act of 1934

California Coastal Communities

(Name of Issuer)

Common Stock

(Title of Class of Securities)

129915203

(CUSIP Number)

December 31, 2005

(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)

SCHEDULE 13G

CUSIP No. 129915203

=====
Name of Reporting Persons (entities only).
I.R.S. Identification Nos. of Above Persons
MELLON HBV ALTERNATIVE STRATEGIES LLC

2 Check the Appropriate Box if a Member of a Group (See Instructions) (a)
(b)

3 SEC Use Only

4 Citizenship or Place of Organization
United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

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- (b) Mellon HBV Alternative Strategies LLC
Address of Principal Office:
200 Park Avenue
54th Floor
New York, New York 10166-3399
- (c) Citizenship:

The Reporting Person is a Delaware limited liability company.

- (d) Title of Class of Securities: Common Stock
(e) CUSIP Number: 129915203

Item 3. If Statement is filed pursuant to Rules 13(d)-1(b) or 13d-2(b), check whether Person Filing is a

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (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 ss. 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with ss. 240.13d-1(b)(1)(ii)(F)
- (g) A parent holding company or control person in accordance with ss. 240.13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) 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) Group, in accordance with ss. 240.13d-1(b)(1)(ii)(J).

Item 4. Ownership

- (a) Amount Beneficially Owned:

The Reporting Person owns 1,143,748 shares of the Company's Common Stock (the "Shares"). The Reporting Person serves as investment adviser to certain clients (collectively, the "Clients"). None of the Clients individually owns more than 5% but the Clients collectively hold the Shares. The Reporting Person has sole voting and dispositive power of the shares of the Company's Common Stock held by each Client.

- (b) Percentage of Class:

11.2%

- (c) Number of shares of which such person has:

- (i) power to vote or to direct the vote:

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1,142,748

(ii) Shared power to vote or to direct the vote

0

(iii) Sole power to dispose or to direct the disposition of:

1,142,748

(iv) Shared Dispositive Power:

0

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

Not Applicable.

Item 6. Ownership of More Than Five Percent on Behalf of Another Person

The Reporting Person serves as investment adviser of the Clients. The Reporting Person has sole voting and dispositive power of the shares of the Company's Common Stock held by each Client.

Item 7. Identification and Classification of Members of the Subsidiary Which Acquired the Securities Being Reported on by the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not Applicable.

Item 9. Notice of Dissolution of Group.

Not Applicable. See Introduction.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2006

MELLON HBV ALTERNATIVE STRATEGIES LLC

By: /s/ WILLIAM F. HARLEY III

Name: William F. Harley III

Title: President and Chief Executive Officer

