

TONTINE CAPITAL MANAGEMENT LLC  
 Form 4  
 May 17, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GENDELL JEFFREY L ET AL**

2. Issuer Name and Ticker or Trading Symbol  
**EXIDE TECHNOLOGIES [XIDE]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**55 RAILROAD AVENUE**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**05/17/2010**

\_\_\_\_ Director  10% Owner  
 \_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

**GREENWICH, CT 06830**

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)  
 \_\_\_\_ Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 | 05/17/2010                           |  | J(4)(5)                        | 2,073,599 (4) (5)   | D \$ 0 18,113,999 (4) (5)   | I  | See Footnotes (1) (2) (3) (7) (8) (9) (10) (11) (12) (13) |
| Common Stock, \$0.01 par value per share | 05/17/2010                           |  | J(4)(5)                        | 958,491 (4) (5)   | D \$ 0 17,155,508 (4) (5)   | I  | See Footnotes (1) (2) (3) (7) (8) (9) (10) (11) (12) (13) |
| Common Stock,                            | 05/17/2010                           |  | J(4)(5)                        | 1,053,761 (4) (5)   | D \$ 0 16,101,747 (4) (5)   | I  | See Footnotes   |

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|  |            |                |                                  |   |      |   |   |   |   |
|--|------------|----------------|----------------------------------|---|------|---|---|---|---|
| \$0.01 par value per share               |            |                |                                  |   |      |   |   |   | <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(4)(5)</u> | <u>631,484</u><br><u>(4) (5)</u> | D | \$ 0 | <u>15,470,263</u><br><u>(4) (5)</u>     | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |   |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(4)(5)</u> | <u>465,777</u><br><u>(4) (5)</u> | D | \$ 0 | <u>15,004,486</u><br><u>(4) (5) (7)</u> | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |   |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(6)</u>    | <u>207,079</u><br><u>(6)</u>     | D | \$ 0 | <u>15,004,486</u><br><u>(6) (7)</u>     | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |   |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(6)</u>    | <u>207,079</u><br><u>(6)</u>     | A | \$ 0 | <u>15,004,486</u><br><u>(6) (7)</u>     | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |   |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(6)</u>    | <u>180,497</u><br><u>(6)</u>     | D | \$ 0 | <u>15,004,486</u><br><u>(6) (7)</u>     | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |   |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(6)</u>    | <u>3,495,121</u><br><u>(6)</u>   | D | \$ 0 | <u>15,004,486</u><br><u>(6) (7)</u>     | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |   |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(6)</u>    | <u>3,495,121</u><br><u>(6)</u>   | A | \$ 0 | <u>15,004,486</u><br><u>(6) (7)</u>     | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |   |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(6)</u>    | <u>121,482</u><br><u>(6)</u>     | D | \$ 0 | <u>15,004,486</u><br><u>(6) (7)</u>     | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |   |
| Common Stock, \$0.01 par                 | 05/17/2010 | <u>J(6)</u>    | <u>373,309</u><br><u>(6)</u>     | D | \$ 0 | <u>15,004,486</u><br><u>(6) (7)</u>     | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u>   |   |

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|  |            |             |                         |   |      |                                     |   |   |
|--|------------|-------------|-------------------------|---|------|-------------------------------------|---|---|
| value per share                          |            |             |                         |   |      |                                     |   | <u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u>  |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(6)</u> | 373,309<br><u>(6)</u>   | A | \$ 0 | 15,004,486<br><u>(6)</u> <u>(7)</u> | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(6)</u> | 22,106 <u>(6)</u>       | D | \$ 0 | 15,004,486<br><u>(6)</u> <u>(7)</u> | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(6)</u> | 2,840,378<br><u>(6)</u> | D | \$ 0 | 15,004,486<br><u>(6)</u> <u>(7)</u> | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(6)</u> | 2,840,378<br><u>(6)</u> | A | \$ 0 | 15,004,486<br><u>(6)</u> <u>(7)</u> | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(6)</u> | 5,295 <u>(6)</u>        | D | \$ 0 | 15,004,486<br><u>(6)</u> <u>(7)</u> | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(6)</u> | 5,295 <u>(6)</u>        | A | \$ 0 | 15,004,486<br><u>(6)</u> <u>(7)</u> | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(6)</u> | 68,518 <u>(6)</u>       | D | \$ 0 | 15,004,486<br><u>(6)</u> <u>(7)</u> | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |
| Common Stock, \$0.01 par value per share | 05/17/2010 | <u>J(6)</u> | 68,518 <u>(6)</u>       | A | \$ 0 | 15,004,486<br><u>(6)</u> <u>(7)</u> | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u><br><u>(11)</u> <u>(12)</u> <u>(13)</u> |
| Common Stock, \$0.01 par value per       | 05/17/2010 | <u>J(6)</u> | 586,433<br><u>(6)</u>   | D | \$ 0 | 15,004,486<br><u>(6)</u> <u>(7)</u> | I | See<br>Footnotes<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(7)</u><br><u>(8)</u> <u>(9)</u> <u>(10)</u>  |

|  |            |      |             |   |      |                    |   |   |
|--|------------|------|-------------|---|------|--------------------|---|---|
| share                                    |            |      |             |   |      |                    |   | (11) (12) (13)  |
| Common Stock, \$0.01 par value per share | 05/17/2010 | J(6) | 586,433 (6) | A | \$ 0 | 15,004,486 (6) (7) | I | See Footnotes (1) (2) (3) (7) (8) (9) (10) (11) (12) (13) |
| Common Stock, \$0.01 par value per share | 05/17/2010 | J(6) | 1,367 (6)   | D | \$ 0 | 15,004,486 (6) (7) | I | See Footnotes (1) (2) (3) (7) (8) (9) (10) (11) (12) (13) |
| Common Stock, \$0.01 par value per share | 05/17/2010 | J(6) | 1,367 (6)   | A | \$ 0 | 15,004,486 (6) (7) | I | See Footnotes (1) (2) (3) (7) (8) (9) (10) (11) (12) (13) |
| Common Stock, \$0.01 par value per share | 05/17/2010 | J(6) | 9,383 (6)   | D | \$ 0 | 15,004,486 (6) (7) | I | See Footnotes (1) (2) (3) (7) (8) (9) (10) (11) (12) (13) |
| Common Stock, \$0.01 par value per share | 05/17/2010 | J(6) | 155,920 (6) | D | \$ 0 | 15,004,486 (6) (7) | I | See Footnotes (1) (2) (3) (7) (8) (9) (10) (11) (12) (13) |
| Common Stock, \$0.01 par value per share | 05/17/2010 | J(6) | 155,920 (6) | A | \$ 0 | 15,004,486 (6) (7) | I | See Footnotes (1) (2) (3) (7) (8) (9) (10) (11) (12) (13) |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474 (9-02)

**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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---------------------------------------|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---------------------------------------|

| Code | V | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares | Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) |
|------|---|-----|-----|---------------------|--------------------|-------|--|---|
|      |   |     |     |                     |                    |       |  | Trans<br>(Instr                               |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| GENDELL JEFFREY L ET AL<br>55 RAILROAD AVENUE<br>GREENWICH, CT 06830                    |               | X         |         |       |
| TONTINE CAPITAL PARTNERS L P<br>55 RAILROAD AVENUE<br>GREENWICH, CT 06830               |               | X         |         |       |
| TONTINE CAPITAL MANAGEMENT LLC<br>55 RAILROAD AVENUE<br>GREENWICH, CT 06830             |               | X         |         |       |
| Tontine Capital Overseas Master Fund, L.P.<br>55 RAILROAD AVENUE<br>GREENWICH, CT 06830 |               | X         |         |       |
| Tontine Capital Overseas GP, LLC<br>55 RAILROAD AVENUE<br>GREENWICH, CT 06830           |               | X         |         |       |
| TONTINE PARTNERS L P<br>55 RAILROAD AVENUE<br>GREENWICH, CT 06830                       |               | X         |         |       |
| TONTINE MANAGEMENT LLC<br>55 RAILROAD AVENUE<br>GREENWICH, CT 06830                     |               | X         |         |       |
| TONTINE OVERSEAS ASSOCIATES LLC<br>55 RAILROAD AVENUE<br>GREENWICH, CT 06830            |               | X         |         |       |
| Tontine 25 Overseas Master Fund, L.P.<br>55 RAILROAD AVENUE<br>GREENWICH, CT 06830      |               | X         |         |       |

## Signatures

Tontine Capital Partners, L.P., By: its General Partner, Tontine Capital Management, L.L.C.,  
By: its Managing Member, /s/ Jeffrey L. Gendell

05/17/2010

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| <u>Signature of Reporting Person</u>   | Date       |
|--|------------|
| Tontine Capital Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell  | 05/17/2010 |
| <u>Signature of Reporting Person</u>   | Date       |
| Tontine Capital Overseas Master Fund, L.P. By: its General Partner, Tontine Capital Overseas GP, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell | 05/17/2010 |
| <u>Signature of Reporting Person</u>   | Date       |
| Tontine Capital Overseas GP, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell   | 05/17/2010 |
| <u>Signature of Reporting Person</u>   | Date       |
| Tontine Partners, L.P., By: its General Partner, Tontine Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell                             | 05/17/2010 |
| <u>Signature of Reporting Person</u>   | Date       |
| Tontine Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell  | 05/17/2010 |
| <u>Signature of Reporting Person</u>   | Date       |
| Tontine Overseas Associates, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell   | 05/17/2010 |
| <u>Signature of Reporting Person</u>   | Date       |
| Tontine 25 Overseas Master Fund, L.P., By: its General Partner, Tontine Capital Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell      | 05/17/2010 |
| <u>Signature of Reporting Person</u>   | Date       |
| /s/ Jeffrey L. Gendell   | 05/17/2010 |
| <u>Signature of Reporting Person</u>   | 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).

(1) This report is filed jointly by: Tontine Capital Partners, L.P., a Delaware limited partnership ("TCP"), Tontine Capital Management, L.L.C., a Delaware limited liability company ("TCM"), Tontine Capital Overseas GP, L.L.C., a Delaware limited liability company ("TCO"), Tontine Capital Overseas Master Fund, L.P., a Cayman Islands limited partnership ("TMF"), Tontine Partners, L.P., a Delaware limited partnership ("TP"), Tontine Management, L.L.C., a Delaware limited liability company ("TM"), Tontine 25 Overseas Master Fund, L.P., a Cayman Islands limited partnership ("T25"), [continued in footnote 2]

(2) [continued from footnote 1] Tontine Overseas Associates, L.L.C., a Delaware limited liability company ("TOA"), Tontine Capital Overseas Master Fund II, L.P., a Cayman Islands limited partnership ("TCP 2"), Tontine Asset Associates, L.L.C., a Delaware limited liability company ("TAA"), Tontine Power Partners, L.P., a Delaware limited partnership ("TPP"), Tontine Associates, L.L.C., a Delaware limited liability company ("TA") and Jeffrey L. Gendell ("Mr. Gendell").

(3) Mr. Gendell is the managing member of: (a) TCM, the general partner of TCP and T25; (b) TCO, the general partner of TMF; (c) TM, the general partner of TP and TPP; (d) TOA, the investment advisor of Tontine Overseas Fund, Ltd., a Cayman Islands exempted company ("TOF"); (e) TAA, the general partner of TCP 2; and (f) TA.

(4) On May 17, 2010, TCP, TMF, TP, TOF and T25 (the "Distributing Funds") notified investors holding ownership interests in the Distributing Funds that the Distributing Funds have elected to redeem a portion of the ownership interests in the Distributing Funds held by those investors and that the Distributing Funds will distribute shares of Common Stock (the "Distributions") to the investors in settlement of the redemption. In connection with the Distributions, the Distributing Funds are distributing to investors a portion of the Common Stock owned by each of the Distributing Funds.

(5) As part of the Distributions, TCP is distributing 2,073,599 shares of Common Stock to investors that are not directly or indirectly controlled by Mr. Gendell ("Non-Tontine Parties"), TMF is distributing 1,053,761 shares of Common Stock to Non-Tontine Parties, TP is distributing 958,491 shares of Common Stock to Non-Tontine Parties, TOF is distributing 631,484 shares of Common Stock to Non-Tontine Parties and T25 is distributing 465,777 shares of Common Stock to Non-Tontine Parties.

(6)

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Also as part of the Distributions: (i) TCP is distributing 207,079 shares of Common Stock to TCM, 180,497 shares of Common Stock to TA and 3,495,121 shares of Common Stock to TCP 2, (ii) TP is distributing 121,482 shares of Common Stock to TA, 373,309 shares of Common Stock to TM, 22,106 shares of Common Stock to TPP and 2,840,378 shares of Common Stock to TCP 2, (iii) TMF is distributing 5,295 shares of Common Stock to TCO and 68,518 shares of Common Stock to TCP 2, (iv) TOF is distributing 586,433 shares of Common Stock to TOA and (v) T25 is distributing 1,367 shares of Common Stock to TCM, 9,383 shares of Common Stock to TA and 155,920 shares of Common Stock to TCP 2.

After the completion of the transactions reported on this Form 4, Mr. Gendell and TAA will directly own 0 shares of Common Stock, TCP will directly own 2,321,428 shares of Common Stock, TMF will directly own 439,464 shares of Common Stock, TP will directly own 1,682,042 shares of Common Stock, TOF will directly own 474,675 shares of Common Stock, T25 will directly own 246,492

(7) shares of Common Stock, TCM will directly own 208,446 shares of Common Stock, TCO will directly own 5,295 shares of Common Stock, TM will directly own 373,309 shares of Common Stock, TOA will directly own 586,433 shares of Common Stock, TCP 2 will directly own 8,219,334 shares of Common Stock, TPP will directly own 22,106 shares of Common Stock and TA will directly own 311,362 shares of Common Stock.

All of the foregoing securities may be deemed to be beneficially owned by Mr. Gendell. The foregoing securities held by TCP and T25 may be deemed to be beneficially owned by TCM. The foregoing securities held by TMF may be deemed to be beneficially owned by TCO. The foregoing securities held by TP and TPP may be deemed to be beneficially owned by TM. The foregoing securities held by TOF may be deemed to be beneficially owned by TOA. The foregoing securities held by TCP 2 may be deemed to be beneficially owned by TAA.

(8)

Mr. Gendell disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by Mr. Gendell or representing Mr. Gendell's pro rata interest in, and interest in the profits of, TCM, TCP, TCO, TMF, TP, TM, TOA, TOF, T25, TCP 2, TAA, TPP and TA. TCM

(9) disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TCM or representing TCM's pro rata interest in, and interest in the profits of, TCP and T25.

TCO disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TCO or representing TCO's pro rata interest in, and interest in the profits of, TMF.

(10)

TM disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TM or representing TM's pro rata interest in, and interest in the profits of, TP and TPP. TOA disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TOA or representing TOA's pro rata interest in, and interest in the profits of, TOF.

(11)

TAA disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TAA or representing TAA's pro rata interest in, and interest in the profits of, TCP 2. TA disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TA.

(12)

This Form 4 relates to the same transactions disclosed on the Form 4 filed on the date hereof by TCP 2, TAA, TPP and TA, all of which are joint filers with TCP, TCM, TMF, TCO, TP, TM, TOA, T25 and Mr. Gendell with respect to the Issuer's Common Stock.

(13)

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.