KINDRED HEALTHCARE, INC Form SC 13G November 15, 2007

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G (Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS PURSUANT TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 UNDER THE SECURITIES EXCHANGE ACT OF 1934

> KINDRED HEALTHCARE, INC. (Name of Issuer)

COMMON STOCK, PAR VALUE \$0.25 (Title of Class of Securities)

> 494580103 (CUSIP Number)

November 6, 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)
- [X] 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 (the "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).

Schedule 13G CUSIP No. 494580103

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S.S. OF	F REPORTING PERSOR I.R.S. IDENTIFIED REMODEL PARTIES	CATION NO	O. OF ABOVE PERSON		
(2) CHECK T	THE APPROPRIATE E	BOX IF A M	IEMBER OF A GROUP	(a) (b)	
(3) SEC USE	E ONLY				
(4) CITIZEN	NSHIP OR PLACE OF	F ORGANIZA	TION New York		
NUMBER OF		(5)	SOLE VOTING POWER 0		
BENEFICIALI	LY	(6)	SHARED VOTING POWER 295,258		
OWNED BY EACH		(7)	SOLE DISPOSITIVE POWER 0		
REPORTING PERSON WITH	H	(8)	SHARED DISPOSITIVE POWER 295,258		
(9	P) AGGREGATE AMO BY EACH REPOR				
(1	IO) CHECK BOX IF IN ROW (9) EX				[]
(1	L1) PERCENT OF CI	LASS REPRE	SENTED BY AMOUNT IN ROW	(9)	
(1	L2) TYPE OF REPOR	RTING PERS	ON PN		
Schedule 13	3G CUSI	IP No. 494	580103		PAGE 3 OF 42
S.S. OF	REPORTING PERSOR I.R.S. IDENTIFIED Kempner Instit	CATION NO			
. ,	THE APPROPRIATE E		EMBER OF A GROUP	(a) (b)	[]
(3) SEC USE					
(4) CITIZEN	NSHIP OR PLACE OF	F ORGANIZA	TION Delaware		

NUMBER OF	(5)	SOLE VOTING POWER	
SHARES			
BENEFICIALLY	(6)	SHARED VOTING POWER 538,750	
OWNED BY		<u> </u>	
EACH	(7)	SOLE DISPOSITIVE POWER	
REPORTING			
PERSON WITH		SHARED DISPOSITIVE POWER 538,750	
	MOUNT BE	NEFICIALLY OWNED ERSON 538,750	
(10) CHECK BOX I	F THE AG		[]
(11) PERCENT OF BY AMOUNT I			
(12) TYPE OF REF	ORTING P	ERSON PN	
Schedule 13G CU	JSIP No.	494580103	PAGE 4 OF 42
(1) NAME OF REPORTING PER S.S. OR I.R.S. IDENTI M. H. Davidson & Co.	FICATION	NO. OF ABOVE PERSON	
(2) CHECK THE APPROPRIATE		A MEMBER OF A GROUP	
			(a) [] (b) [X]
(3) SEC USE ONLY			
(4) CITIZENSHIP OR PLACE		New York	
NUMBER OF		SOLE VOTING POWER	
		0	
SHARES			
SHARES BENEFICIALLY OWNED BY	(6)	SHARED VOTING POWER 47,214	

REPORTING					
PERSON WITH		(8)	SHARED DISPOSITIVE 47,214	POWER	
(9)	AGGREGATE AM				
(10)	CHECK BOX IF				[]
(11)	PERCENT OF C		SENTED		
(12)	TYPE OF REPO	RTING PERS	ON PN		
Schedule 13G	CUS	IP No. 494	580103		PAGE 5 OF 42
S.S. OR	REPORTING PERSO I.R.S. IDENTIF Kempner Inter	ICATION NO	. OF ABOVE PERSON		
(2) CHECK THI	E APPROPRIATE	BOX IF A M	EMBER OF A GROUP		[] [x]
(3) SEC USE (ONLY				
(4) CITIZENSI	HIP OR PLACE O		TION British Virgin Islands		
NUMBER OF		(5)	SOLE VOTING POWER		
SHARES BENEFICIALLY		(6)	SHARED VOTING POWER	3	
OWNED BY					
EACH		(/)	SOLE DISPOSITIVE PO)WER	
REPORTING PERSON WITH		(8)	SHARED DISPOSITIVE 963,443		
(9)	AGGREGATE AM BY EACH REPO		ICIALLY OWNED		
(10)	CHECK BOX IF				

	[]		LEKIAIN SHARES	IN ROW (9) EXCLUDES	
			2.5 %	PERCENT OF CLASS REE BY AMOUNT IN ROW (9)	(11)
			RSON	TYPE OF REPORTING PE	, ,
42	AGE 6 OF		94580103	CUSIP No. 4	chedule 13G
				EPORTING PERSON .R.S. IDENTIFICATION mited	•
]	(a) (b)	MEMBER OF A GROUP	APPROPRIATE BOX IF A	
					3) SEC USE ON
			ATION Cayman Islands	IP OR PLACE OF ORGANI	
			SOLE VOTING POWER		UMBER OF
			SHARED VOTING POWER 19,573	(6)	ENEFICIALLY
			SOLE DISPOSITIVE POWER	(7)	ACH
			SHARED DISPOSITIVE POWER 19,573		ERSON WITH
			EFICIALLY OWNED RSON 19,573	AGGREGATE AMOUNT BEN BY EACH REPORTING PE	(9)
	[]		REGATE AMOUNT	CHECK BOX IF THE AGO IN ROW (9) EXCLUDES	
			RESENTED BY AMOUNT IN ROW 0.1%	PERCENT OF CLASS REE	(11)
	-			TYPE OF REPORTING PE	(12)
] x] 	(a) (b)	MEMBER OF A GROUP CATION Cayman Islands SOLE VOTING POWER 0 SHARED VOTING POWER 19,573 SOLE DISPOSITIVE POWER 0 SHARED DISPOSITIVE POWER 19,573 EFICIALLY OWNED RSON 19,573 REGATE AMOUNT CERTAIN SHARES RESENTED BY AMOUNT IN ROW 0.1%	APPROPRIATE BOX IF A NLY IP OR PLACE OF ORGANI (5) (6) (7) (8) AGGREGATE AMOUNT BEN BY EACH REPORTING PE CHECK BOX IF THE AGG IN ROW (9) EXCLUDES PERCENT OF CLASS REE	Serena Lir

Schedule	13G	CUSI	IP No.	494580103		PAGE 7 OF 42
S.S.	OR I		CATION	NO. OF ABOVE PERSON Equities Fund LP		
(2) CHECE	THE	APPROPRIATE E	BOX IF .	A MEMBER OF A GROUP		[] [x]
(3) SEC U	JSE OI	NLY				
(4) CITI2	ZENSH	IP OR PLACE OF	ORGAN	IZATION Delaware		
NUMBER OF	Ţ.		(5)	SOLE VOTING POWER 0		
BENEFICIA	ALLY		(6)	SHARED VOTING POWER 96,815		
EACH REPORTING	7		(7)	SOLE DISPOSITIVE POWER		
PERSON WI			(8)	SHARED DISPOSITIVE POW 96,815	ER	
	(9)	AGGREGATE AMC BY EACH REPOR		NEFICIALLY OWNED ERSON 96,815		
	(10)			GREGATE AMOUNT CERTAIN SHARES		[]
	(11)	PERCENT OF CI	ASS RE	PRESENTED BY AMOUNT IN RO	W (9)	
	(12)	TYPE OF REPOR	RTING P	ERSON PN		
Schedule	13G	CUSI	IP No.	494580103		PAGE 8 OF 42
(1) NAME	OF RI	 Eporting perso	 N			

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Davidson Kempner Event Driven Equities International Ltd.

(2) CHE	CCK THE	APPROPRIATE	BOX IF	A MEMBER OF A GROUP		[] [X]
(3) SEC	USE O	NLY				
(4) CIT	IZENSH	IP OR PLACE (OF ORGAN	NIZATION Cayman Islands		
NUMBER SHARES	OF		(5)	SOLE VOTING POWER		
BENEFIC OWNED B			(6)	SHARED VOTING POWER 38,947		
EACH REPORTI	ING		(7)	SOLE DISPOSITIVE POWER		
PERSON	WITH		(8)	SHARED DISPOSITIVE POWER 38,947		
	, ,	AGGREGATE AM BY EACH REPO	ORTING E	ENEFICIALLY OWNED PERSON 38,947		
		CHECK BOX IF	THE AC	GGREGATE AMOUNT CERTAIN SHARES		[]
	(11)	PERCENT OF C	CLASS RE			
	(12)	TYPE OF REPO	ORTING E	PERSON		
Schedul	e 13G	CUS	SIP No.	494580103		PAGE 9 OF 42
s.s	OR I Manage	EPORTING PERS .R.S. IDENTIF		N NO. OF ABOVE PERSON		
, ,	CK THE	APPROPRIATE		A MEMBER OF A GROUP	(b)	[]
(3) SEC						
	IZENSH York	IP OR PLACE (OF ORGAN	NIZATION		

NUMBER OF	(5)	SOLE VOTING POWER		
SHARES				
BENEFICIALLY	(6)	SHARED VOTING POWER 295,258		
OWNED BY				
EACH	(7)	SOLE DISPOSITIVE POWER		
REPORTING				
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 295,258		
(9) AGGREGATE AM BY EACH REPO	RTING PE	EFICIALLY OWNED RSON 295,258		
(10) CHECK BOX IF IN ROW (9) E	THE AGG	REGATE AMOUNT CERTAIN SHARES		[]
(11) PERCENT OF C BY AMOUNT IN				
(12) TYPE OF REPO	RTING PE	RSON PN		
Schedule 13G CUS	SIP No. 4	94580103		PAGE 10 OF 42
(1) NAME OF REPORTING PERS S.S. OR I.R.S. IDENTIF Davidson Kempner Advis	CICATION			
(2) CHECK THE APPROPRIATE			(a)	[] [x]
(3) SEC USE ONLY				
(4) CITIZENSHIP OR PLACE C	F ORGANI	ZATION		
NUMBER OF	(5)	SOLE VOTING POWER		
SHARES				
BENEFICIALLY	(6)	SHARED VOTING POWER 538,750		
OWNED BY				

EACH	(7)	SOLE DISPOSITIVE POWER	
REPORTING			
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 538,750	₹
(9)	AGGREGATE AMOUNT E BY EACH REPORTING		
(10)	CHECK BOX IF THE F	AGGREGATE AMOUNT	[]
(11)	PERCENT OF CLASS F BY AMOUNT IN ROW (
(12)	TYPE OF REPORTING	PERSON IA	
	CUSIP No.	. 494580103	PAGE 11 OF 42
S.S. OR I.	R.S. IDENTIFICATIO	ON NO. OF ABOVE PERSON hal Advisors, L.L.C.	
(2) CHECK THE	APPROPRIATE BOX IF	F A MEMBER OF A GROUP	(a) [] (b) [X]
(3) SEC USE ON	1LY		
(4) CITIZENSH	IP OR PLACE OF ORGA	ANIZATION Delaware	
NUMBER OF	(5)	SOLE VOTING POWER	
BENEFICIALLY OWNED BY	(6)	SHARED VOTING POWER 983,016	
EACH	(7)	SOLE DISPOSITIVE POWER 0	
REPORTING PERSON WITH	(8)	SHARED DISPOSITIVE POWER 983,016	₹
(9)	AGGREGATE AMOUNT E BY EACH REPORTING		

	THE AGGREGATE AMOUNT KCLUDES CERTAIN SHARES []
(11) PERCENT OF C	LASS REPRESENTED BY AMOUNT IN ROW (9) 2.6%
(12) TYPE OF REPO	00
Schedule 13G CUS	IP No. 494580103 PAGE 12 OF 42
(1) NAME OF REPORTING PERSONS.S. OR I.R.S. IDENTIFY DK Group LLC	ON ICATION NO. OF ABOVE PERSON
(2) CHECK THE APPROPRIATE I	BOX IF A MEMBER OF A GROUP (a) [] (b) [X]
(3) SEC USE ONLY	
(4) CITIZENSHIP OR PLACE OF	F ORGANIZATION Delaware
NUMBER OF	(5) SOLE VOTING POWER 0
SHARES	
BENEFICIALLY OWNED BY	(6) SHARED VOTING POWER 96,815
EACH REPORTING	(7) SOLE DISPOSITIVE POWER 0
PERSON WITH	(8) SHARED DISPOSITIVE POWER 96,815
(9) AGGREGATE AMO BY EACH REPO	DUNT BENEFICIALLY OWNED RTING PERSON 96,815
	THE AGGREGATE AMOUNT KCLUDES CERTAIN SHARES []
(11) PERCENT OF CI BY AMOUNT IN	
(12) TYPE OF REPOR	RTING PERSON OO

Schedule	13G	CUSI	IP No. 4	94580103		PAGE 13 OF 42
S.S.	OR I	EPORTING PERSO .R.S. IDENTIFI	ICATION	NO. OF ABOVE PERSON		
(2) CHECK	THE	APPROPRIATE E	BOX IF A	MEMBER OF A GROUP		[] [X]
(3) SEC U		NLY				
(4) CITIZ	ENSH	IP OR PLACE OF	F ORGANI	ZATION Delaware		
NUMBER OF	,		(5)	SOLE VOTING POWER		
BENEFICIA	LLY		(6)	SHARED VOTING POW. 38,947	ER	
EACH REPORTING	}		(7)	SOLE DISPOSITIVE	POWER	
PERSON WI	TH		(8)	SHARED DISPOSITIV 38,947	E POWER	
	(9)	AGGREGATE AMO BY EACH REPOR		EFICIALLY OWNED RSON 38,947		
	(10)			REGATE AMOUNT CERTAIN SHARES		[]
	(11)	PERCENT OF CI BY AMOUNT IN		RESENTED		
	(12)	TYPE OF REPOR	RTING PE	RSON PN		
Schedule	13G	CUS	IP No. 4	94580103		PAGE 14 OF 42
S.S.	OR I	EPORTING PERSO .R.S. IDENTIFI ater GP LLC		NO. OF ABOVE PERSON		
(2) CHECK	THE	 APPROPRIATE B	 BOX IF A	MEMBER OF A GROUP		

				[] [X]
(3) SEC USE ONLY				
(4) CITIZENSHIP OR PLACE	OF ORGAN	IIZATION Delaware		
NUMBER OF	(5)	SOLE VOTING POWER		
SHARES				
BENEFICIALLY OWNED BY	(6)	SHARED VOTING POWER 38,947		
EACH REPORTING	(7)	SOLE DISPOSITIVE POWER		
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 38,947		
(9) AGGREGATE A BY EACH REP		NEFICIALLY OWNED ERSON 38,947		
(10) CHECK BOX I IN ROW (9)		GREGATE AMOUNT CERTAIN SHARES		[]
(11) PERCENT OF BY AMOUNT I				
(12) TYPE OF REP	ORTING P	ERSON OO		
Schedule 13G CU				PAGE 15 OF 42
(1) NAME OF REPORTING PER S.S. OR I.R.S. IDENTI Thomas L. Kempner, Jr	SON FICATION	NO. OF ABOVE PERSON		
(2) CHECK THE APPROPRIATE	BOX IF	A MEMBER OF A GROUP	(a) (b)	[] [x]
(3) SEC USE ONLY				
(4) CITIZENSHIP OR PLACE	OF ORGAN			
		SOLE VOTING POWER		

	0	
SHARES		
BENEFICIALLY	(6) SHARED VOTING POWER 2,000,000	
OWNED BY		
EACH	(7) SOLE DISPOSITIVE POWER 0	
REPORTING	·	
PERSON WITH	(8) SHARED DISPOSITIVE POWER 2,000,000	
	GREGATE AMOUNT BENEFICIALLY OWNED EACH REPORTING PERSON 2,000,000	
	ECK BOX IF THE AGGREGATE AMOUNT ROW (9) EXCLUDES CERTAIN SHARES	[]
(11) PEI	RCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.2%	
(12) TYF	PE OF REPORTING PERSON IN	
(1) NAME OF REPOR	RTING PERSON S. IDENTIFICATION NO. OF ABOVE PERSON	PAGE 16 OF 42
(3) SEC USE ONLY		[] [x]
	OR PLACE OF ORGANIZATION United States	[X]
	OR PLACE OF ORGANIZATION	[X]
	OR PLACE OF ORGANIZATION United States (5) SOLE VOTING POWER	[X]
NUMBER OF	OR PLACE OF ORGANIZATION United States (5) SOLE VOTING POWER	[X]
NUMBER OF SHARES	OR PLACE OF ORGANIZATION United States (5) SOLE VOTING POWER 0 (6) SHARED VOTING POWER	[X]
NUMBER OF SHARES BENEFICIALLY	OR PLACE OF ORGANIZATION United States (5) SOLE VOTING POWER 0 (6) SHARED VOTING POWER	[X]

PERSON WITH		. ,	HARED DISPOSITIVE 2,000,000	POWER	
(9)	AGGREGATE AMO BY EACH REPOR	DUNT BENEFI			
(10)	CHECK BOX IF				[]
(11)	PERCENT OF CI BY AMOUNT IN		ENTED 5.2%		
(12)	TYPE OF REPOR	RTING PERSO	N IN		
Schedule 13G	CUSI	IP No. 4945	80103		PAGE 17 OF 42
(1) NAME OF RE S.S. OR I. Stephen M.	.R.S. IDENTIF		OF ABOVE PERSON		
(2) CHECK THE	APPROPRIATE E	BOX IF A ME	MBER OF A GROUP		[]
(3) SEC USE ON	NLY				
(4) CITIZENSHI	IP OR PLACE OF	FORGANIZAT	ION United States		
NUMBER OF		(5) Se	OLE VOTING POWER		
BENEFICIALLY OWNED BY		(6) S.	HARED VOTING POWEF	3	
EACH		(7) S	OLE DISPOSITIVE PO)WEB	
REPORTING		(,, 5	0		
PERSON WITH			HARED DISPOSITIVE 2,000,000		
(9)	AGGREGATE AMO BY EACH REPOR	DUNT BENEFI	CIALLY OWNED		
(10)	CHECK BOX IF	THE AGGREG			

	IN ROW (9) EX	KCLUDES CERI	TAIN SHARES		[]
(11)	(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
			5.2%		
(12)	TYPE OF REPO	RTING PERSON	I IN		
Schedule 13G	CUS	IP No. 49458	30103		PAGE 18 OF 42
(1) NAME OF RI S.S. OR I Scott E. I	.R.S. IDENTIF		OF ABOVE PERSON		
(2) CHECK THE	APPROPRIATE I		IBER OF A GROUP) [X]
(3) SEC USE OI					
(4) CITIZENSH	 IP OR PLACE OI	 F ORGANIZATI	 :ON		
(- ,			United States		
NUMBER OF		(5) SC	LE VOTING POWER		
SHARES					
BENEFICIALLY OWNED BY	(6)	SHARED VOTI	NG POWER 2,000,000		
EACH		(7) SC	DLE DISPOSITIVE 0	POWER	
REPORTING PERSON WITH	(8)	SHARED DISP	POSITIVE POWER 2,000,000		
(9)	AGGREGATE AMO BY EACH REPOI		2,000,000		
(10)	CHECK BOX IF IN ROW (9) EX		ATE AMOUNT		[]
(11)	PERCENT OF C	LASS REPRESE	INTED BY AMOUNT	IN ROW (9)
(12)	TYPE OF REPO	RTING PERSON	IN		

Schedule 13	G CUSI	IP No. 4945	80103	PAGE 19 OF 42	
S.S. OR Michael	J. Leffell		OF ABOVE PERSON		
(2) CHECK T	HE APPROPRIATE E			(a) [] (b) [X]	
(3) SEC USE					
. ,	SHIP OR PLACE OF	ORGANIZAT:	United States		
NUMBER OF		(5) S0	OLE VOTING POWER		
BENEFICIALL OWNED BY	Y	(6) SI	HARED VOTING POWER 2,000,000		
EACH REPORTING		(7) S0	OLE DISPOSITIVE POWER		
PERSON WITH	I		HARED DISPOSITIVE POWER 2,000,000		
(9) AGGREGATE AMO BY EACH REPOR	RTING PERSO	CIALLY OWNED N 2,000,000		
(1	0) CHECK BOX IF	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
(1	1) PERCENT OF CI BY AMOUNT IN		ENTED 5.2%		
(1	2) TYPE OF REPOR	RTING PERSON	N IN		
Schedule 13	G CUSI	IP No. 49458	80103	PAGE 20 OF 42	
	CUSI		80103	PAGE 20 OF 42	

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Timothy I. Levart

(2) CHECK THE APPROPRIAT	E BOX IF	A MEMBER OF A GROUP		[] [X]
(3) SEC USE ONLY				
(4) CITIZENSHIP OR PLACE	OF ORGAN	VIZATION United Kingdom & United Kingdom	ited	States
NUMBER OF	(5)	SOLE VOTING POWER		
SHARES				
BENEFICIALLY OWNED BY	(6)	SHARED VOTING POWER 2,000,000		
EACH REPORTING	(7)	SOLE DISPOSITIVE POWER		
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 2,000,000	3	
(9) AGGREGATE BY EACH RE		ENEFICIALLY OWNED PERSON 2,000,000		
(10) CHECK BOX IN ROW (9)		GGREGATE AMOUNT CERTAIN SHARES		[]
(11) PERCENT OF BY AMOUNT				
(12) TYPE OF RE	PORTING P	PERSON		
Schedule 13G C	USIP No.			PAGE 21 OF 42
(1) NAME OF REPORTING PE S.S. OR I.R.S. IDENT Robert J. Brivio, Jr	IFICATION	NO. OF ABOVE PERSON		
(2) CHECK THE APPROPRIAT	E BOX IF	A MEMBER OF A GROUP		[] [x]
(3) SEC USE ONLY				
(4) CITIZENSHIP OR PLACE	OF ORGAN	 JIZATION		

United States NUMBER OF (5) SOLE VOTING POWER 0 SHARES BENEFICIALLY (6) SHARED VOTING POWER 2,000,000 OWNED BY EACH (7) SOLE DISPOSITIVE POWER 0 REPORTING (8) SHARED DISPOSITIVE POWER PERSON WITH 2,000,000 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,000,000 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES [] (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.2% ______ (12) TYPE OF REPORTING PERSON ΤN Schedule 13G CUSIP No. 494580103 PAGE 22 OF 42 (1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Eric P. Epstein (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION United States ______

(5) SOLE VOTING POWER

0

(6) SHARED VOTING POWER

NUMBER OF

BENEFICIALLY

SHARES

OWNED BY				2,000,000				
EACH			(7)	SOLE DISPOSITIVE POWER				
REPORTING	G							
PERSON W	ITH		(8)	SHARED DISPOSITIVE POWER 2,000,000	t 			
	(9)	AGGREGATE AMOBY EACH REPO		REFICIALLY OWNED RSON 2,000,000				
			THE AGG	REGATE AMOUNT CERTAIN SHARES]
	(11)	PERCENT OF C						
	(12)	TYPE OF REPO	 RTING PE					
				IN				
(1) NAME S.S.	OF R	CUS EPORTING PERS R.S. IDENTIF Yoseloff		94580103 NO. OF ABOVE PERSON		PAGE	23 0:	F 42
(2) CHEC	 K THE	APPROPRIATE :	BOX IF A	MEMBER OF A GROUP		[] [X]		
(3) SEC (USE O	NLY						
		IP OR PLACE O	F ORGANI	ZATION United States				
NUMBER O	F							
SHARES			(5)	SOLE VOTING POWER				
BENEFICIA OWNED BY			(5)					
EACH	ALLY		(6)					
	ALLY			0 SHARED VOTING POWER				
REPORTING			(6)	SHARED VOTING POWER 2,000,000				

2,000,000 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,000,000 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) _____ (12) TYPE OF REPORTING PERSON ΙN Schedule 13G CUSIP No. 494580103 PAGE 24 OF 42 ______ (1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Avram Z. Friedman (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] ______ (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION United States NUMBER OF (5) SOLE VOTING POWER SHARES BENEFICIALLY (6) SHARED VOTING POWER 2,000,000 OWNED BY EACH (7) SOLE DISPOSITIVE POWER REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 2,000,000 _____ (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,000,000 ______ (10) CHECK BOX IF THE AGGREGATE AMOUNT

IN ROW (9) EXCLUDES CERTAIN SHARES

[]

(11)		LASS REPRESEN	ITED	
	BY AMOUNT IN	ROW (9)	5.2%	
(12)	TYPE OF REPC	RTING PERSON	IN	
Schedule 13G	CUS	IP No. 494580	1103	PAGE 25 OF 42
ITEM 1(a).	NAME OF	ISSUER:		
	TZ ' - d d	TT 7 1 1 T	in a light was a light	
	Kindred	Healthcare, I	inc. (the "Company")	
ITEM 1(b).	ADDRESS	OF ISSUER'S F	PRINCIPAL EXECUTIVE	OFFICES:
	680 Sout	h Fourth Stre	eet	
	Louisvil	le, KY 40202		
ITEM 2(a).	NAME OF	PERSON FILING	; ·	
		_	ch of the entities and to herein as the	and persons listed "Reporting Persons":
	(i)	Davidson Kem partnership	npner Partners, a Ne	ew York limited
	(ii)		npner Institutional nited partnership ("	
	(iii)	M. H. Davids	on & Co., a New Yor	k limited partnership
	(iv)		npner International, nds corporation ("DK	
	(v)	Serena Limit ("Serena");	ed, a Cayman Island	ds corporation
	(vi)		npner Event Driven E nited partnership ("	_
	(vii)		npner Event Driven E nan Islands corporat	Equities International ion ("EDEI");
	(viii)		ent Co., a New York eral partner of DKP	<pre>limited partnership ("MHD");</pre>
	(ix)	corporation which is reg		tner of DKIP ("DKAI"), stment adviser with the
	(x)	Davidson Kem	npner International	Advisors, L.L.C., a

Delaware limited liability company and the manager of DKIL and Serena ("DKIA");

(xi) DK Group LLC, a Delaware limited liability company
and the general partner of EDEF ("DKG");

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- (xii) DK Management Partners LP, a Delaware limited
 partnership and the investment manager of EDEI
 ("DKMP");
- (xiii) DK Stillwater GP LLC, a Delaware limited liability company and the general partner of DKMP ("DKS"); and
- (xiv) Messrs. Thomas L. Kempner, Jr., Marvin H. Davidson, Stephen M. Dowicz, Scott E. Davidson, Michael J. Leffell, Timothy I. Levart, Robert J. Brivio, Jr., Anthony A. Yoseloff, Eric P. Epstein and Avram Z. Friedman (collectively, the "Principals"), who are the general partners of CO and MHD, the sole managing members of DKIA and DKG and the sole stockholders of DKAI. Messrs. Thomas L. Kempner, Jr. and Timothy I. Levart are Executive Managing Member and Deputy Executive Managing Member, respectively, of DKS. Each of Messrs. Kempner and Levart, together with Messrs. Marvin H. Davidson, Stephen M. Dowicz, Scott E. Davidson, Michael J. Leffell, Robert J. Brivio, Jr., Anthony A. Yoseloff, Eric P. Epstein and Avram Z. Friedman are limited partners of DKMP.

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE:

The address of the principal business office of each of the Reporting Persons is c/o Davidson Kempner Partners, 65 East 55th Street, 19th Floor, New York, New York 10022.

ITEM 2(c). CITIZENSHIP:

- (i) DKP a New York limited partnership
- (ii) DKIP a Delaware limited partnership
- (iii) CO a New York limited partnership
- (iv) DKIL a British Virgin Islands corporation
- (v) Serena a Cayman Islands corporation
- (vi) EDEF a Delaware limited partnership
- (vii) EDEI a Cayman Islands corporation
- (viii) MHD a New York limited partnership

- (ix) DKAI a New York corporation
- (x) DKIA a Delaware limited liability company
- (xi) DKG a Delaware limited liability company
- (xii) DKMP a Delaware limited partnership
- (xiii) DKS a Delaware limited liability company
- (xiv) Thomas L. Kempner, Jr. United States
- (xv) Marvin H. Davidson United States
- (xvi) Stephen M. Dowicz United States
- (xvii) Scott E. Davidson -United States
- (xviii) Michael J. Leffell United States
- (xix) Timothy I. Levart United Kingdom & United States
- (xx) Robert J. Brivio, Jr. United States
- (xxi) Eric P. Epstein United States
- (xxii) Anthony A. Yoseloff United States
- (xxiii) Avram Z. Friedman United States

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ITEM 2(d). TITLE OF CLASS OF SECURITIES:

COMMON STOCK, PAR VALUE \$0.25

ITEM 2(e). CUSIP NUMBER:

494580103

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO 13d-1(b) OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

- (a) [] Broker or dealer registered under Section 15 of the Act;
- (b) [] Bank as defined in Section 3(a)(6) of the Act;
- (c) [] Insurance Company as defined in Section
 3(a)(19) of the Act;
- (d) [] Investment Company registered under Section 8 of the Investment Company Act of 1940;
- (e) [] Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940: see Rule

13d-1(b)(1)(ii)(E);

- (f) [] Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Rule 13d-1(b)(1)(ii)(F);
- (g) [] Parent Holding Company, in accordance with Rule 13d-1(b)(ii)(G);
- (h) [] Savings Associations as defined in Section 3(b) of the Federal Deposit Insurance Act;

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- (i) [] Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940;
- (j) [] Group, in accordance with Rule 13d-1 (b) (1) (ii) (J).

ITEM 4. OWNERSHIP.

The Principals may be deemed to beneficially own an aggregate of 2,000,000 shares as a result of their voting and dispositive power over the 2,000,000 shares beneficially owned by DKP, DKIP, DKIL, Serena, CO, EDEF and EDEI.

DKIA may be deemed to beneficially own the 963,443 shares beneficially owned by DKIL and the 19,573 shares beneficially owned by Serena as a result of its voting and dispositive power over those shares. DKAI may be deemed to beneficially own the 538,750 shares beneficially owned by DKIP as a result of its voting and dispositive power over those shares. MHD may be deemed to beneficially own the 295,258 shares beneficially owned by DKP as a result of its voting and dispositive power over those shares. DKG may be deemed to beneficially own the 96,815 shares beneficially owned by EDEF as a result of its voting and dispositive power over those shares. DKMP and DKS may be deemed to beneficially own the 38,947 shares beneficially owned by EDEI as a result of their voting and dispositive power over those shares.

A. DKP

- (a) Amount beneficially owned: 295,258
- (b) Percent of class: 0.8%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 295,258
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 295,258

B. DKIP (a) Amount beneficially owned: 538,750 (b) Percent of class: 1.4% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 538,750 Schedule 13G CUSIP No. 494580103 PAGE 29 OF 42 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 538,750 C. CO (a) Amount beneficially owned: 47,214 (b) Percent of class: 0.1% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 47,214 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 47,214 D. DKIL (a) Amount beneficially owned: 963,443 (b) Percent of class: 2.5% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 963,443 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 963,443 E. Serena (a) Amount beneficially owned: 19,573 (b) Percent of class: 0.1%

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

sole power to vote or to direct the vote: 0

(i)

(ii) shared power to vote or to direct the vote: 19,573 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 19,573 Schedule 13G CUSIP No. 494580103 PAGE 30 OF 42 F. EDEF (a) Amount beneficially owned: 98,815 (b) Percent of class: 0.3% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (i) (ii) shared power to vote or to direct the vote: 98,815 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 98,815 G. EDEI (a) Amount beneficially owned: 38,947 (b) Percent of class: 0.1% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 38,947 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 38,947 H. MHD (a) Amount beneficially owned: 295,258 (b) Percent of class: 0.8% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 295,258 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 295,258

Schedule 13G CUSIP No. 494580103 PAGE 31 OF 42 I. DKAI (a) Amount beneficially owned: 538,750 (b) Percent of class: 1.4% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 538,750 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 538,750 J. DKIA (a) Amount beneficially owned: 938,016 (b) Percent of class: 2.6% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 938,016 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 938,016 K. DKG (a) Amount beneficially owned: 96,815 (b) Percent of class: 0.3% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 96,815 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 96,815

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L. DKMP (a) Amount beneficially owned: 38,947 (b) Percent of class: 0.1% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 38,947 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 38,947 M. DKS (a) Amount beneficially owned: 38,947 (b) Percent of class: 0.1% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 38,947 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 38,947 N. Thomas L. Kempner, Jr. (a) Amount beneficially owned: 2,000,000 (b) Percent of class: 5.2% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 2,000,000 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 2,000,000 Schedule 13G CUSIP No. 494580103 PAGE 33 OF 42 O. Marvin H. Davidson (a) Amount beneficially owned: 2,000,000

(b) Percent of class: 5.2%

(c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 2,000,000 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 2,000,000 P. Stephen M. Dowicz (a) Amount beneficially owned: 2,000,000 (b) Percent of class: 5.2% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 2,000,000 (iii) sole power to dispose or to direct the disposition: 0(iv) shared power to dispose or to direct the disposition: 2,000,000 Q. Scott E. Davidson (a) Amount beneficially owned: 2,000,000 (b) Percent of class: 5.2% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 2,000,000 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 2,000,000 Schedule 13G CUSIP No. 494580103 PAGE 34 OF 42 R. Michael J. Leffell (a) Amount beneficially owned. 2,000,000 (b) Percent of class: 5.2% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 2,000,000

(iii) sole power to dispose or to direct the disposition: 0

(iv) shared power to dispose or to direct the disposition: 2,000,000 S. Timothy I. Levart (a) Amount beneficially owned: 2,000,000 (b) Percent of class: 5.2% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 2,000,000 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 2,000,000 T. Robert J. Brivio, Jr. (a) Amount beneficially owned: 2,000,000 (b) Percent of class: 5.2% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 2,000,000 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 2,000,000 Schedule 13G CUSIP No. 494580103 PAGE 35 OF 42 U. Eric P. Epstein (a) Amount beneficially owned: 2,000,000 (b) Percent of class: 5.2% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 2,000,000 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 2,000,000 V. Anthony A. Yoseloff (a) Amount beneficially owned: 2,000,000

- (b) Percent of class: 5.2%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 2,000,000
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 2,000,000
- W. Avram Z. Friedman
 - (a) Amount beneficially owned: 2,000,000
 - (b) Percent of class: 5.2%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 2,000,000
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 2,000,000

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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 partners, members or stockholders of each of the Reporting Persons, including the Principals, have the right to participate in the receipt of dividends from, or proceeds from the sale of, the securities held for the account of such Reporting Person in accordance with their ownership interests in such Reporting Person. The Reporting Persons disclaim all beneficial ownership as affiliates of a registered investment adviser, and, in any case, disclaim beneficial ownership except as to the extent of their pecuniary interest in the shares. The Reporting Persons have elected to file Schedule 13G although such filing may not be required under the Act.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

See Item 4.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable.

ITEM 10. CERTIFICATION. (if filing pursuant to Rule 13d-1(c))

Each of the Reporting Persons hereby makes the following certification:

By signing below we certify that, to the best of our knowledge and belief, the securities referred to above 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.

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SIGNATURES

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

DATED: November 15, 2007

DAVIDSON KEMPNER PARTNERS By: MHD Management Co., its General Partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Managing Partner

DAVIDSON KEMPNER INSTITUTIONAL

PARTNERS, L.P. By: Davidson Kempner Advisers Inc., its General Partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: President

M.H. DAVIDSON & CO.

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Managing Partner

DAVIDSON KEMPNER INTERNATIONAL, LTD. By: Davidson Kempner International Advisors, L.L.C., its Investment Manager

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: Executive Managing Member

SERENA LIMITED

By: Davidson Kempner International Advisors, L.L.C., its Investment Manager

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: Executive Managing Member

Schedule 13G CUSIP No. 494580103 PAGE 38 OF 42

DAVIDSON KEMPNER EVENT DRIVEN EQUITIES

FUND LP

By: DK Group LLC, its General Partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: Executive Managing Member

DAVIDSON KEMPNER EVENT DRIVEN EQUITIES INTERNATIONAL LTD.

By: DK Management Partners LP, its Investment Manager

By: DK Stillwater GP LLC, its general partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

MHD MANAGEMENT CO.

/S/ THOMAS L. KEMPNER, JR.

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: Managing Partner

DAVIDSON KEMPNER ADVISERS INC.

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: President

DAVIDSON KEMPNER INTERNATIONAL ADVISORS, L.L.C.

/S/ THOMAS L. KEMPNER, JR.

Schedule 13G

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK GROUP LLC /S/ THOMAS L. KEMPNER, JR. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member CUSIP No. 494580103 PAGE 39 OF 42 DK MANAGEMENT PARTNERS LP By: DK Stillwater GP LLC, its general partner /S/ THOMAS L. KEMPNER, JR. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK STILLWATER GP LLC /S/ THOMAS L. KEMPNER, JR. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member /S/ THOMAS L. KEMPNER, JR. _____ Thomas L. Kempner, Jr. /S/ MARVIN H. DAVIDSON Marvin H. Davidson /S/ STEPHEN M. DOWICZ Stephen M. Dowicz /S/ SCOTT E. DAVIDSON _____ Scott E. Davidson /S/ MICHAEL J. LEFFELL _____ Michael J. Leffell /S/ TIMOTHY I. LEVART _____ Timothy I. Levart /S/ ROBERT J. BRIVIO, JR. _____

Robert J. Brivio, Jr.

/S/ ERIC P. EPSTEIN

Eric P. Epstein

/S/ ANTHONY A. YOSELOFF

Anthony A. Yoseloff

/S/ AVRAM Z. FRIEDMAN

Avram Z. Friedman

Schedule 13G

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EXHIBIT 1

JOINT ACQUISITION STATEMENT

PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G, shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATED: November 15, 2007

DAVIDSON KEMPNER PARTNERS By: MHD Management Co., its General Partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: Managing Partner

DAVIDSON KEMPNER INSTITUTIONAL PARTNERS,

L.P.

By: Davidson Kempner Advisers Inc., its General Partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: President

M.H. DAVIDSON & CO.

/S/ THOMAS L. KEMPNER, JR.

· -----

Name: Thomas L. Kempner, Jr.

Title: Managing Partner

DAVIDSON KEMPNER INTERNATIONAL, LTD.

By: Davidson Kempner International Advisors, L.L.C.,

its Investment Manager

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

Schedule 13G CUSIP No. 494580103

PAGE 41 OF 42

SERENA LIMITED

By: Davidson Kempner International Advisors, L.L.C., its Investment Manager

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

DAVIDSON KEMPNER EVENT DRIVEN EQUITIES

FUND LP

By: DK Group LLC, its General Partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

DAVIDSON KEMPNER EVENT DRIVEN EQUITIES INTERNATIONAL LTD.

By: DK Management Partners LP, its Investment Manager

By: DK Stillwater GP LLC, its general partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member

MHD MANAGEMENT CO.

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: Managing Partner

DAVIDSON KEMPNER ADVISERS INC.

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, ${\tt Jr.}$

Title: President

DAVIDSON KEMPNER INTERNATIONAL ADVISORS,

L.L.C.

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

Schedule 13G CUSIP No. 494580103

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DK GROUP LLC

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

DK MANAGEMENT PARTNERS LP

By: DK Stillwater GP LLC, its general
 partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

DK STILLWATER GP LLC

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member

/S/ THOMAS L. KEMPNER, JR.

Thomas L. Kempner, Jr.

/S/ MARVIN H. DAVIDSON

Marvin H. Davidson

/S/ STEPHEN M. DOWICZ

Stephen M. Dowicz

/S/ SCOTT E. DAVIDSON

Scott E. Davidson

/S/ MICHAEL J. LEFFELL

Michael J. Leffell

/S/ TIMOTHY I. LEVART

Avram Z. Friedman

Timothy I. Levart

/S/ ROBERT J. BRIVIO, JR.

Robert J. Brivio, Jr.

/S/ ERIC P. EPSTEIN

Eric P. Epstein

/S/ ANTHONY A. YOSELOFF

Anthony A. Yoseloff

/S/ AVRAM Z. FRIEDMAN