RBC Bearings INC Form SC 13G/A February 07, 2007

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **SCHEDULE 13G**

Under the Securities Exchange Act of 1934 (Amendment No. 1)\*

# **RBC** Bearings, Inc.

(Name of Issuer)

Common Stock, \$0.01 Par Value

(Title of Class of Securities)

75524B104

(CUSIP Number)

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- o Rule 13d-1(b)
- o 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 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 ("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).

#### CUSIP No. 75524B104

- Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)
   Whitney RBHC Investor, LLC, a Delaware limited liability company (IRS Identification No. 06-1610540), the sole
   managing member of which is Whitney V, L.P., a Delaware limited partnership. The sole general partner of Whitney V,
   L.P. is Whitney Equity Partners V, LLC, a Delaware limited liability company. The managing members of Whitney
   Equity Partners V, LLC are Peter M. Castleman, William Laverack, Jr., Daniel J. O Brien, Paul R. Vigano and Robert M.
   Williams, Jr.
- 2. Check the Appropriate Box if a Member of a Group (See Instructions)
  - (a) o (b) o
- 3. SEC Use Only
- 4. Citizenship or Place of Organization

A Delaware limited liability company. The sole managing member is a Delaware limited partnership. The sole general partner of such limited partnership is a Delaware limited liability company whose managing members are individuals who are United States citizens.

Cala Wating Dayyan

	3.	Sole voling Power
		0 shares of Common Stock
Number of		
Shares	6.	Shared Voting Power
Beneficially		0
Owned by		
Each	7.	Sole Dispositive Power
Reporting		0 shares of Common Stock
Person With		
	8.	Shared Dispositive Power
		0

- 9. Aggregate Amount Beneficially Owned by Each Reporting Person 0 shares of Common Stock
- 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o
- 11. Percent of Class Represented by Amount in Row (9) 0.00%
- 12. Type of Reporting Person (See Instructions)
  OO

2

Seminary					
RBC Bearings, Inc. Address of Issuer s Principal Executive Offices One Tribology Center Oxford, CT 06478    Name of Person Filing	Item 1.				
Item 2.   Can Describe the Content of the Content of		(a)			
Item 2.  (a) Name of Person Filing Whitney RBHC Investor, LLC is a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC is Whitney V, L.P., a Delaware limited partnership, whose business address is 130 Main Street, New Canaan, CT 06840. The name of the general partner of Whitney L, LP, is Whitney Equity Partners V, LLC. a Delaware limited liability company, whose business address is 130 Main Street, New Canaan, CT 06840. The names and business address of 191 Taboe Boulevard, Suite 200, Incline Village, NV 89451, and William Laverack, Jr., Daniel J. O Brien, Paul R. Vigano and Robert M. William, Kr. each of whom has a business address at 10 Whitney & Co., 130 Main Street, New Canaan, CT 06840. Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC  130 Main Street  (c) New Canaan, CT 06840 (citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. All of the managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States.  (d) Title of Class of Securities Common Stock (e) CUSIP Number 73524B104  Item 3. If this statement is filed pursuant to \$\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78c).  (d) O Bank as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).  (g) O An investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 83a);  (h) O An investment adviser in accordance with \$240.13d-1(b)(1)(ii)(E);  An employce benefit plan or endowment fund in accordance with \$240.13d-1(b)(1)(ii)(E);  A parent holding company or control person in accordance with \$240.13d-1(b)(1)(ii)(E);  A parent holding company or control person in accordance with \$240.13d-1(b)(1)(ii)(E);  A parent holding company or control person in accordance		(b)		L Evacutiva Offices	
Titlern 2.   Case   Name of Person Filing   Whitney RBHC Investor, LLC is a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC is Whitney V, L.P., a Delaware limited partnership, whose business address is 130 Main Street, New Canaan, CT 06840. The names and business address of the managing member of Whitney Fquity Partners V, LLC, a Delaware limited liability company, whose business address of 130 Main Street, New Canaan, CT 06840. The names and business address of the managing members of Whitney Fquity Partners V, LLC are as follows: Peter M. Castleman, who has a business address of 191 Table Boulevard, Suitz 200, Incline Village, NV 89451, and William Laverack, Jr., Daniel J. O Brien, Paul R. Vigano and Robert M. Williams, Jr., each of whom has a business address at 60 Whitney R. Oc., 130 Main Street. New Canaan, CT 06840.    Address of Principal Business Office or, if none, Residence   Whitney RBHC Investor, LLC		(0)	-	I Executive Offices	
Name of Person Filing   Whitney RBHC Investor, LLC is a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC is Whitney V, L.P., a Delaware limited partnership, whose business address is 130 Main Street, New Canaan, CT 06840. The name of the general partner of Whitney V, L.P., is whitney Equity Partners V, LLC. are as follows: Peter M. Castleman, who has a business address at 917 Taboe Boulevard, suite 200. Incline Village, NV 89451, and William Laverack, Jr., Daniel J. O Brien, Paul R. Vigano and Robert M. Williams, Lr., each of whom has a business address at 1917 Taboe Boulevard, suite 200. Incline Village, NV 89451, and William Laverack, Jr., Daniel J. O Brien, Paul R. Vigano and Robert M. Williams, Lr., each of whom has a business address at 190 Whitney & Co., 130 Main Street, New Canaan, CT 06840.  (b) Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC  130 Main Street    New Canaan, CT 06840					
(a) Name of Person Filing Whitney RBHC Investor, LLC is a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC is Whitney V, L.P., a Delaware limited partnership, whose business address is 130 Main Street, New Canaan, CT 06840. The name of the general partner of Whitney V, L.P. is Whitney Y, Eugliny Partners V, LLC, a Delaware limited liability company, whose business address is 130 Main Street, New Canaan, CT 06840. The names and business address of the managing members of Whitney Equity Partners V, LLC are as follows: Peter M. Castleman, who has a business address at 917 Tahoe Boulevard, Suite 200, Incline Village, NV 89451, and William Laverack, Jr., Duniel J. O Briten, Paul R. Vigano and Robert M. Williams, Jr., each of whom has a business address at c/o Whitney & Co., 130 Main Street, New Canaan, CT 06840.  (b) Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC    130 Main Street			eera, er ee 176		
Whitney, RBHC Investor, LLC is a Delaware limited liability company. The name of the managing member of Whitney RBHC Investor, LLC is Whitney V, L.P., a Delaware limited partnership, whose business address is 130 Main Street, New Canaan, CT 06840. The name of the general partner of Whitney V, L.P. is Whitney Equity Partners V, LLC, a Delaware limited liability company, whose business address at 130 Main Street, New Canaan, CT 06840. The names and business address address of the managing members of Whitney Equity Partners V, LLC are as follows: Peter M. Castleman, who has a business address at 191 Talone Boulevard, Suite 200, Incline Village, NV 89451, and William Laverack, Jr., Daniel J. O. Brien, Paul R. Vigano and Robert M. Williams, Jr., each of whom has a business address at c6 Whitney & Co., 130 Main Street, New Canaan, CT 06840.  (b) Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC  130 Main Street  New Canaan, CT 06840  (c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States.  (d) Title of Class of Securities Common Stock (e) CUSIP Number 75524B104  Item 3. If this statement is filed pursuant to §\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  (a) O Broker or dealer registered under section 15 of the Act (15 U.S.C. 78c), Insurance company as defined in section 3(a)(f) of the Act (15 U.S.C. 78c), Insurance company as defined in section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8), An investment adviser in accordance with § 240.13d-1(b)(i)(ii)(ii); (g) O A Parent holding company or control person in accordance with § 240.13d-1(b)(ii)(ii)(ii); (ii) O A church plan that is excluded from the definition of an investment company under section 3(d) to the Investment Company Act of	Item 2.				
member of Whitney RBHC Investor, LLC is Whitney V, LP, a Delaware limited partnership, whose business addres is 130 Main Street, New Canaan, CT 06840. The name of the general partner of Whitney V, LP, is Whitney Equity Partners V, LLC, a Delaware limited liability company, whose business address is 130 Main Street, New Canaan, CT 06840. The names and business address of the managing members of Whitney Equity Partners V, LLC are as follows: Peter M. Castleman, who has a business address at 917 Taboe Boulevard, Suite 200, Incline Village, NV 8941, and Williams Laverack, Jr., Daniel J. O. Brien, Paul R. Vigano and Robert M. Williams, Jr., each of whom has a business address at c/o Whitney & Co., 130 Main Street, New Canaan, CT 06840.  (b) Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States.  (d) Title of Class of Securities Common Stock  (e) CUSIP Number 75524B104  Item 3. If this statement is filed pursuant to \$\$\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  Broker or dealer registered under section 15 of the Act (15 U.S.C. 780).  (a) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 780).  (b) O Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 780).  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).  (b) O An investment advise in accordance with \$240.13d-1(b)(1)(ii)(E); An employee benefit plan or endowment fund in accordance with \$240.13d-1(b)(ii)(ii)(ii)(ii)(ii)(ii)(ii)(ii)(ii)(		(a)	Name of Person Filing		
business address is 130 Main Street, New Canaan, CT 06840. The name of the general partner of Whitmey V. L.P. is Whitney Pattures V. L.P. a Delaware limited liability company, whose business address is 130 Main Street, New Canaan, CT 06840. The names and business address of the managing members of Whitney Equity Partners V. LLC are as follows: Peter M. Castleman, who has a business address at 917 Tahoe Boulevard, Suite 120, Incline Village, NV 89451, and William Laverack, Jr., Daniel J. O Brien, Paul R. Vigano and Robert M. Williams, Jr., each of whom has a business address at c6 whitney & Co., 130 Main Street, New Canaan, CT 06840.  (b) Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC  130 Main Street  New Canaan, CT 06840  (c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States.  (d) Title of Class of Securities Common Stock  (e) CUSIP Number 75524B104  Item 3. If this statement is filed pursuant to \$\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a: Broker or dealer registered under section 15 of the Act (15 U.S.C. 786).  (a) O Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 786). Insurance company as defined in section 8 of the Investment Company as defined in section 8 of the Investment Company as defined in section 8 of the Investment Company registered under section 8 of the Investment Company as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 80a-8).  (a) O An employee benefit plan or endowment fund in accordance with \$240.13d-1(b)(1)(ii)(F); An employee benefit plan or endowment fund in accordance with \$240.13d-1(b)(1)(ii)(F); An employee benefit plan or endowment fund in accordance with \$240.13d-1(b)(1)(ii)(F); An employee benefit plan or endowment fund			•		
Whitney N, L.P. is Whitney Equity Partners V, L.I.C, is Delaware limited liability company, whose business address is 130 Main Street, New Canaan, CT 06840. The names and business address of the managing members of Whitney Equity Partners V, L.P.C are as follows: Peter M. Castleman, who has a business address at 917 Tahoe Boulevard, Suite 200, Incline Village, NV 89451, and William Laverack, Jr., Daniel J. O. Brien, Paul R. Vigano and Robert Williams, Ir., each of whom has a business address at c/o Whitney & Co., 130 Main Street, New Canaan, CT 06840.  (b) Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC    130 Main Street					
business address is 130 Main Sireet, New Canaan, CT 06840. The names and business address of the managing members of Whitney Equity Partners V, LLC are as follows: Peter M. Castleman, who has a business address at e17 Tahoe Boulevard, Suite 200, Incline Village, NV 89451, and William Laverack, Jr., Daniel J. O Brien, Paul R. Vigano and Robert M. Williams, Jr., each of whom has a business address at e6 Whitney & Co., 130 Main Street, New Canaan, CT 06840.  (b) Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC  130 Main Street  New Canaan, CT 06840  (c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States.  (d) Title of Class of Securities Common Stock  (e) CUSIP Number 75524B104  Item 3. If this statement is filed pursuant to \$\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78c).  (a) 0 Broker or dealer registered under section 15 of the Act (15 U.S.C. 78c).  (b) 0 Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).  (c) 0 LU.S.C. 78c).  (d) 0 Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).  (e) 0 An investment adviser in accordance with \$240.13d-1(b)(1)(ii)(E);  (g) 0 A parent holding company or centrol person in accordance with \$240.13d-1(b)(1)(ii)(G);  (h) 0 A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 88a-3);  (i) 0 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);					
managing members of Whitney Equity Partners V, LLC are as follows: Peter M. Castleman, who has a business address at 917 Tahoe Boulevard, Suite 200, Incline Village, NV 89451, and Williams Laverack, Jr., Daniel J. O Brien, Paul R. Vigano and Robert M. Williams, Jr., each of whom has a business address at c/o Whitney & Co., 130 Main Street, New Canaan, CT 06840.  (b) Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC  130 Main Street  New Canaan, CT 06840  (c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership: The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States.  (d) Title of Class of Securities Common Stock  (e) CUSIP Number 75524B104  Item 3. If this statement is filed pursuant to \$\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78c).  (a) O Broker or dealer registered under section 15 of the Act (15 U.S.C. 78c).  (b) O Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).  (c) O U.S.C. 78c).  (d) O Investment company registered under section 8 of the Investment Company and of 1940 (15 U.S.C. 80a-8).  (e) O An investment adviser in accordance with \$240.13d-1(b)(1)(ii)(E); An employee benefit plan or endowment fund in accordance with \$240.13d-1(b)(1)(ii)(F); A nemployee benefit plan or endowment fund in accordance with \$240.13d-1(b)(1)(ii)(F); Cheposit Insurance Act (12 U.S.C. 1813);  (i) O A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (ii) O 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).					
Laverack, Jr., Daniel J. O Brien, Paul R. Vigano and Robert M. Williams, Jr., each of whom has a business address at c/o Whitney & Co., 130 Main Street, New Canaan, CT 06840.  Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC  130 Main Street  New Canaan, CT 06840  (c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States.  (d) Title of Class of Securities Common Stock  (e) CUSIP Number 75524B104  Item 3. If this statement is filed pursuant to \$\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a: Broker or dealer registered under section 15 of the Act (15 U.S.C. 7880).  (a) O Broker or dealer registered under section 15 of the Act (15 U.S.C. 7880).  (b) O Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 788c). Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 788c). Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).  (e) O An investment adviser in accordance with \$240.13d-1(b)(1)(ii)(E); (f) O An employee benefit plan or endowment fund in accordance with \$240.13d-1(b)(1)(ii)(G); (g) O A parent holding company or control person in accordance with \$240.13d-1(b)(1)(ii)(G); (h) O A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813); (i) O 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-8).					
business address at c/o Whitney & Co., 130 Main Street, New Canaan, CT 06840.  Address of Principal Business Office or, if none, Residence Whitney RBHC Investor, LLC  130 Main Street  New Canaan, CT 06840  (c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership is a Delaware limited partnership is a Delaware limited liability company. All of the managing members of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States.  (d) Title of Class of Securities Common Stock  (e) CUSIP Number 75524B104  Item 3. If this statement is filed pursuant to \$\frac{\}{2}\)240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78c).  (a) Proker or dealer registered under section 15 of the Act (15 U.S.C. 78c).  Insurance company as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).  Insurance company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).  (e) O An investment adviser in accordance with \(\frac{2}{2}\)40.13d-1(b)(1)(ii)(G);  (f) O A parent holding company or control person in accordance with \(\frac{2}{2}\)40.13d-1(b)(1)(ii)(G);  (h) O A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) O 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-1).			a business address at 917 Tahoe Boulevard, Suite 200, Incline Village, NV 89451, and William Laverack, Jr., Daniel J. O Brien, Paul R. Vigano and Robert M. Williams, Jr., each of whom has a		
(b) Address of Principal Business Office or, if none, Residence Whitmey RBHC Investor, LLC    130 Main Street					
Whitney RBHC Investor, LLC  130 Main Street  New Canaan, CT 06840  (c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States.  (d) Title of Class of Securities Common Stock  (e) CUSIP Number 75524B104  Item 3. If this statement is filed pursuant to \$\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  Broker or dealer registered under section 15 of the Act (15 U.S.C. 786).  (a) 0 Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).  (d) 0 Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).  (e) 0 Investment adviser in accordance with \$240.13d-1(b)(1)(ii)(E);  (f) 0 An employee benefit plan or endowment fund in accordance with \$240.13d-1(b)(1)(ii)(F);  (g) 0 A parent holding company or control person in accordance with \$240.13d-1(b)(1)(ii)(G);  (h) 0 A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) 0 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);		(1-)			
Co		(0)			
New Canaan, CT 06840   Citizenship   Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States.    (d) Title of Class of Securities   Common Stock					
New Canaan, CT 06840   Citizenship   Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States.    (d) Title of Class of Securities   Common Stock			130 Main Street		
(c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States.  (d) Title of Class of Securities Common Stock  (e) CUSIP Number 75524B104  Item 3. If this statement is filed pursuant to §\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  (a) O Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).  (b) O Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).  (d) O Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).  (e) O An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);  (f) O An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);  (g) O A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);  (h) O A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) O A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  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);			130 Main Street		
(c) Citizenship Whitney RBHC Investor, LLC is a Delaware limited liability company. Its managing member is a Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States.  (d) Title of Class of Securities Common Stock  (e) CUSIP Number 75524B104  Item 3. If this statement is filed pursuant to §\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  (a) O Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).  (b) O Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).  (d) O Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).  (e) O An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);  (f) O An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);  (g) O A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);  (h) O A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) O A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  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);			New Canaan, CT 06840		
Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United States.  (d) Title of Class of Securities Common Stock  (e) CUSIP Number 75524B104  Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  (a) 0 Broker or dealer registered under section 15 of the Act (15 U.S.C. 780).  (b) 0 Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).  (d) 0 Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).  (e) 0 An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);  (f) 0 An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);  (g) 0 A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);  (h) 0 A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) 0 A church plan that is excluded from the definition of an investment company act of 1940 (15 U.S.C. 80a-3);		(c)			
liability company. All of the managing members of such general partner are citizens of the United States.  (d) Title of Class of Securities Common Stock  (e) CUSIP Number 75524B104  Item 3. If this statement is filed pursuant to \$\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  Broker or dealer registered under section 15 of the Act (15 U.S.C. 780).  (b) 0 Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).  (d) 0 Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).  (e) 0 An investment adviser in accordance with \$240.13d-1(b)(1)(ii)(E);  (f) 0 An employee benefit plan or endowment fund in accordance with \$240.13d-1(b)(1)(ii)(F);  (g) 0 A parent holding company or control person in accordance with \$240.13d-1(b)(1)(ii)(G);  (h) 0 A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) 0 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);			Delaware limited partnership. The general partner of such limited partnership is a Delaware limited liability company. All of the managing members of such general partner are citizens of the United		
States.  (d) Title of Class of Securities Common Stock  (e) CUSIP Number 75524B104  Item 3. If this statement is filed pursuant to \$\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  (a) 0 Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).  (b) 0 Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).  (d) 0 Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).  (e) 0 An investment adviser in accordance with \$240.13d-1(b)(1)(ii)(E);  (f) 0 An employee benefit plan or endowment fund in accordance with \$240.13d-1(b)(1)(ii)(F);  (g) 0 A parent holding company or control person in accordance with \$240.13d-1(b)(1)(ii)(G);  (h) 0 A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) 0 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);					
(d) Title of Class of Securities Common Stock (e) CUSIP Number 75524B104  Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  (a) 0 Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o). (b) 0 Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c). (c) 0 Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c). (d) 0 Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8). (e) 0 An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E); (f) 0 An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F); (g) 0 A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G); (h) 0 A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813); (i) 0 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);					
Common Stock		(d)			
Item 3. If this statement is filed pursuant to \$\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  Broker or dealer registered under section 15 of the Act (15 U.S.C. 780).  (b) 0 Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).  (c) 0 Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).  (d) 0 Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).  (e) 0 An investment adviser in accordance with \$240.13d-1(b)(1)(ii)(E);  (f) 0 An employee benefit plan or endowment fund in accordance with \$240.13d-1(b)(1)(ii)(F);  (g) 0 A parent holding company or control person in accordance with \$240.13d-1(b)(1)(ii)(G);  (h) 0 A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) 0 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);		(-)			
Item 3. If this statement is filed pursuant to \$\$240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  (a) 0 Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).  (b) 0 Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).  (c) 0 Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).  (d) 0 Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).  (e) 0 An investment adviser in accordance with \$240.13d-1(b)(1)(ii)(E);  (f) 0 An employee benefit plan or endowment fund in accordance with \$240.13d-1(b)(1)(ii)(F);  (g) 0 A parent holding company or control person in accordance with \$240.13d-1(b)(1)(ii)(G);  (h) 0 A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) 0 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);		(e)	CUSIP Number		
Broker or dealer registered under section 15 of the Act (15 U.S.C. 780).  (b) 0 Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).  (c) 0 Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).  (d) 0 Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).  (e) 0 An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);  (f) 0 An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);  (g) 0 A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);  (h) 0 A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) 0 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);			75524B104		
Broker or dealer registered under section 15 of the Act (15 U.S.C. 780).  (b) 0 Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).  (c) 0 Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).  (d) 0 Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).  (e) 0 An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);  (f) 0 An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);  (g) 0 A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);  (h) 0 A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) 0 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);	Item 3	If this statement is filed pursuant to \$8240 12d 1/h) or 240 12d 2/h) or (a) sheet whather the nearest filling in the			
(a) 78o).  (b) 0 Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).  (c) 0 U.S.C. 78c).  (d) 0 Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).  (e) 0 An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);  (f) 0 An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);  (g) 0 A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);  (h) 0 A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) 0 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);	item 5.				
Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).  (d) 0 Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).  (e) 0 An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);  (f) 0 An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);  (g) 0 A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);  (h) 0 A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) 0 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);		(a)	0	·	
(c)  (d)  (d)  (d)  (e)  (e)  (f)  (g)  (g)  (h)  (h)  (o)  (d)  (d)  (d)  (d)  (d)  (d)  (e)  (e		(b)	0		
(d) o Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).  (e) o An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);  (f) o An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);  (g) o A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);  (h) o A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) o 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);		(c)	0	* *	
Company Act of 1940 (15 U.S.C 80a-8).  (e) O An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);  (f) O An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);  (g) O A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);  (h) O A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) O 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);			0	,	
(e) O An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);  (f) O An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);  (g) O A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);  (h) O A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) O 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);		(u)	O		
(f) O An employee benefit plan or endowment fund in accordance with \$240.13d-1(b)(1)(ii)(F);  (g) O A parent holding company or control person in accordance with \$240.13d-1(b)(1)(ii)(G);  (h) O A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) O 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);		(e)	O		
(g) O A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);  (h) O A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) O 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);				An employee benefit plan or endowment fund in accordance with	
240.13d-1(b)(1)(ii)(G);  (h) o A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) o 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);					
(h) o A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813); (i) o 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);		(g)	0		
Deposit Insurance Act (12 U.S.C. 1813);  (i) o 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);		(h)			
(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);		(11)	U		
company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);		(i)	0		
				company under section 3(c)(14) of the Investment Company Act of	
(J) o Group, in accordance with $\S240.13d-1(b)(1)(ii)(J)$ .		<i>(</i> )			
		(1)	0	Group, in accordance with $\S240.13d-1(b)(1)(11)(J)$ .	

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

Whitney RBHC Investor, LLC is the beneficial owner of 0 shares.

(b) Percent of class:

0.00%

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

(i) Sole power to vote or to direct the vote

0 shares

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

0 shares

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

0 shares

(iv) Shared power to dispose or to direct the disposition of

0 shares

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following X.

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

No other person has the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of, the securities owned by Whitney RBHC Investor, LLC.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding

Company or Control Person

Not applicable

Item 8. Identification and Classification of Members of the Group

Not applicable

Item 9. Notice of Dissolution of Group

Not applicable

Item 10. Certification

Not applicable

4

## 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 7, 2007

## WHITNEY RBHC INVESTOR, LLC

By: Whitney V, L.P., its Managing Member

By: Whitney Equity Partners V, LLC, its General Partner

By: /s/ Daniel J. O Brien

Daniel J. O Brien Managing Member

5

Signature 7