#### Edgar Filing: TONTINE CAPITAL MANAGEMENT LLC - Form 4

#### TONTINE CAPITAL MANAGEMENT LLC

Form 4

February 15, 2008

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading

Symbol

INTEGRATED ELECTRICAL SERVICES INC [IESC]

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

(Last)

(City)

(First)

(Middle)

(Zin)

3. Date of Earliest Transaction

(Month/Day/Year) 02/13/2008

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

C/O TONTINE CAPITAL MANAGEMENT, L.L.C., 55 RAILROAD AVENUE, 1ST **FLOOR** 

(Street)

(State)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

Form filed by One Reporting Person \_X\_ Form filed by More than One Reporting

Person

GREENWICH, CT 06830

(City)	(State)	Tabl	e I - Non-D	Derivative S	Securi	ities Acqu	iired, Disposed of	, or Beneficiall	y 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of 6. Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	02/13/2008		P	94,500	A	\$ 13.78	7,998,009	I	See Footnote (1) (2) (3) (4) (5) (6)
Common Stock	02/14/2008		P	89,000	A	\$ 14.73	8,087,009	I	See Footnote (1) (2) (3) (4) (5) (6)

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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)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration D	ate	Amou	int of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	ities	(Instr. 5)	1
	Derivative				Securities	3		(Instr.	3 and 4)		
	Security				Acquired						1
	·				(A) or						1
					Disposed						
					of (D)						,
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						LACICISABIC	Dute		of		
				Code V	$^{\prime}$ (A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address		Relationships					
Reporting Owner Function	Director	10% Owner	Officer	Other			
GENDELL JEFFREY L ET AL C/O TONTINE CAPITAL MANAGEMENT, L.L.C. 55 RAILROAD AVENUE, 1ST FLOOR GREENWICH, CT 06830		X					
TONTINE CAPITAL PARTNERS L P C/O TONTINE CAPITAL MANAGEMENT, L.L.C. 55 RAILROAD AVENUE, 1ST FLOOR GREENWICH, CT 06830		X					
TONTINE CAPITAL MANAGEMENT LLC C/O TONTINE CAPITAL MANAGEMENT, L.L.C. 55 RAILROAD AVENUE, 1ST FLOOR GREENWICH, CT 06830		X					
Tontine Capital Overseas Master Fund, L.P. C/O TONTINE CAPITAL MANAGEMENT, L.L.C. 55 RAILROAD AVENUE, 1ST FLOOR GREENWICH, CT 06830		X					
Tontine Capital Overseas GP, LLC C/O TONTINE CAPITAL MANAGEMENT, L.L.C. 55 RAILROAD AVENUE, 1ST FLOOR		X					

Reporting Owners 2

X

X

 $\mathbf{X}$ 

X

GREENWICH, CT 06830

TONTINE PARTNERS L P

C/O TONTINE CAPITAL MANAGEMENT, L.L.C.

55 RAILROAD AVENUE, 1ST FLOOR

GREENWICH, CT 06830

TONTINE MANAGEMENT LLC

C/O TONTINE CAPITAL MANAGEMENT, L.L.C.

55 RAILROAD AVENUE, 1ST FLOOR

GREENWICH, CT 06830

TONTINE OVERSEAS ASSOCIATES LLC

C/O TONTINE CAPITAL MANAGEMENT, L.L.C.

55 RAILROAD AVENUE, 1ST FLOOR

GREENWICH, CT 06830

Tontine 25 Overseas Master Fund, L.P.

C/O TONTINE CAPITAL MANAGEMENT, L.L.C.

55 RAILROAD AVENUE, 1ST FLOOR

GREENWICH, CT 06830

### **Signatures**

Tontine Capital Partners, L.P., By: its General Partner, Tontine Capital Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell					
	**Signature of Reporting Person	Date			
Tontine Capital Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell					
	**Signature of Reporting Person	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					
	**Signature of Reporting Person	Date			
Tontine Capital Overseas GP, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell					
	**Signature of Reporting Person	Date			
Tontine Partners, L.P., By: its General Partner, Tontine Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell					
	**Signature of Reporting Person	Date			
Tontine Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell					
	**Signature of Reporting Person	Date			
Tontine Overseas Associates, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell					
	**Signature of Reporting Person	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					
	**Signature of Reporting Person	Date			
/s/ Jeffrey L. Gendell		02/15/2008			
	**Signature of Reporting Person	Date			

Signatures 3

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## **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).
  - 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
- (1) ("TCO"), Tontine Capital Overseas Master Fund, L.P., a Cayman Islands limited partnership ("TMF"), Tontine Partners, L.P., a Delaware limited partnership ("TMF"), Tontine 25 Overseas Master Fund, L.P., a Cayman Islands limited partnership ("T25"), Tontine Overseas Associates, L.L.C., a Delaware limited liability company ("TOA"), and Jeffrey L. Gendell ("Mr. Gendell").
- 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 (d) TOA, the investment advisor of Tontine Overseas Fund, Ltd., a Cayman Islands exempted company ("TOF").
  - TM, TCO, TOA and TCM directly own 0 shares of the Common Stock. Mr. Gendell directly owns 7,916 shares of Common Stock. TCP directly owns 3,099,291 shares of Common Stock. T25 directly owns 338,600 shares of Common Stock. TP directly owns 2,228,292 shares of Common Stock. TOF directly owns 1,284,273 shares of Common Stock. TMF directly owns 1,128,637 shares of Common
- (3) 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 may be deemed to be beneficially owned by TM. The foregoing securities held by TOF may be deemed to be beneficially owned by TOA.
  - 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 (the "Exchange Act"), 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 and T25. TCM
- disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Exchange Act, 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 Exchange Act, 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.
- TM disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Exchange, 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. TOA disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Exchange Act, 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.
- On February 13, 2008, TP purchased 80,000 shares of Common Stock and TOF purchased 14,500 shares of Common Stock, for \$13.78 (6) per share. On February 14, 2008, TMF purchased 13,400 shares of Common Stock, and TCP purchased 75,600 shares of Common Stock for \$14.73 per share.

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.