

Edgar Filing: JACUZZI BRANDS INC - Form SC 13D/A

JACUZZI BRANDS INC  
Form SC 13D/A  
February 13, 2007

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D  
Under the Securities Exchange Act of 1934

Amendment No. 3

Jacuzzi Brands, Inc.

---

(Name of Issuer)

Common Stock

---

(Title of Class and Securities)

469865109

---

(CUSIP Number of Class of Securities)

O. Mason Hawkins  
Chairman of the Board and C.E.O.  
and  
Andrew R. McCarroll  
VP and General Counsel

Southeastern Asset Management, Inc.  
6410 Poplar Avenue; Suite 900  
Memphis, TN 38119  
(901) 761-2474

---

(Name, Address and Telephone Number of Person Authorized to  
Receive Notices and Communications)

February 7, 2007

---

(Date of Event which Requires  
Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this Schedule because of Sections 240.13d-1(e), 240.13d-1(f), or 240.13d-1(g), check the following box: [X]

CUSIP No. 469865109

13D

---

(1) NAMES OF REPORTING PERSONS

Southeastern Asset Management, Inc.

I.D. No. 62-0951781

Edgar Filing: JACUZZI BRANDS INC - Form SC 13D/A

---

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

- (a)  
(b) X

---

(3) SEC USE ONLY

---

(4) SOURCE OF FUNDS

OO: Funds of investment advisory clients

---

(5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

[X]

---

(6) CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

---

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	:	(7) SOLE VOTING POWER
	:	(Discretionary Accounts)
	:	0 shares
	:	(8) SHARED OR NO VOTING POWER
	:	0 shares (Shared)
	:	0 shares (None)
	:	(9) SOLE DISPOSITIVE POWER
	:	(Discretionary Accounts)
	:	0 shares
	:	(10) SHARED OR NO DISPOSITIVE POWER
:	0 shares (Shared)	
:	0 shares (None)	

---

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0 shares

---

(12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES  
CERTAIN SHARES

---

(13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

0.0%

---

(14) TYPE OF REPORTING PERSON

IA

---

CUSIP No. 469865109

13D

---

(1) NAMES OF REPORTING PERSONS

Longleaf Partners Small-Cap Fund

I.D. No. 62-1376170

---

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

- (a)  
(b) X

---

(3) SEC USE ONLY

---

(4) SOURCE OF FUNDS

OO: Funds of investment company shareholders

Edgar Filing: JACUZZI BRANDS INC - Form SC 13D/A

---

(5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) [X]

---

(6) CITIZENSHIP OR PLACE OF ORGANIZATION  
Massachusetts

---

	: (7) SOLE VOTING POWER
	:
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	: None
	: (8) SHARED VOTING POWER
	:
	: 0 shares
	: (9) SOLE DISPOSITIVE POWER
	:
	: None
	: (10) SHARED DISPOSITIVE POWER
	: 0 shares

---

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
  
0 shares

---

(12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES  
CERTAIN SHARES

---

(13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11  
0.0%

---

(14) TYPE OF REPORTING PERSON  
IV

---

CUSIP No. 469865109

13D

---

(1) NAMES OF REPORTING PERSONS  
O. Mason Hawkins I.D. No. XXX-XX-XXXX

---

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:  
(a)  
(b) X

---

(3) SEC USE ONLY

---

(4) SOURCE OF FUNDS  
OO: None

---

(5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) [ ]

---

(6) CITIZENSHIP OR PLACE OF ORGANIZATION  
Citizen of United States

---

Edgar Filing: JACUZZI BRANDS INC - Form SC 13D/A

---

	: (7) SOLE VOTING POWER
	: (Discretionary Accounts)
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	: None

---

	: (8) SHARED VOTING POWER
	: None

---

	: (9) SOLE DISPOSITIVE POWER
	: None

---

	: (10) SHARED DISPOSITIVE POWER
	: None

---

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 2)

---

(12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES

---

(13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

0.0%

---

(14) TYPE OF REPORTING PERSON

IN

---

Item 5. Interest in Securities of the Issuer

On February 7, 2007, Apollo Management, L.P. completed its acquisition of Jacuzzi Brands, Inc. (the "Issuer"). As a result, the filing parties no longer own any of the outstanding securities of the Issuer.

SIGNATURES

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.

Dated: February 12, 2007

SOUTHEASTERN ASSET MANAGEMENT, INC.

By /s/ Andrew R. McCarroll

\_\_\_\_\_  
Andrew R. McCarroll  
VP & General Counsel

LONGLEAF PARTNERS SMALL-CAP FUND

By /s/ O. Mason Hawkins

\_\_\_\_\_  
O. Mason Hawkins  
Trustee and Co-Portfolio Manager

O. MASON HAWKINS

Edgar Filing: JACUZZI BRANDS INC - Form SC 13D/A

Individually)

/s/ O. Mason Hawkins

---

Joint Filing Agreement

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, the persons or entities named below agree to the joint filing on behalf of each of them of this Schedule 13D with respect to the Securities of the Issuer and further agree that this joint filing agreement be included as an exhibit to this Schedule 13D. In evidence thereof, the undersigned hereby execute this Agreement as of February 12, 2007.

Southeastern Asset Management, Inc.

By /s/ Andrew R. McCarroll

---

Andrew R. McCarroll  
VP & General Counsel

Longleaf Partners Small-Cap Fund

By /s/ O. Mason Hawkins

---

O. Mason Hawkins  
Trustee and Co-Portfolio Manager

O. Mason Hawkins, Individually

/s/ O. Mason Hawkins

---