

ALLEGHENY TECHNOLOGIES INC
Form SC 13G/A
February 14, 2006

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Allegheny Technologies Incorporated

(Name of Issuer)

Common Stock

(Title of Class of Securities)

01741R102

(CUSIP Number)

December 30, 2005

(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)

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.)

CUSIP No. 01741R102

1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE
PERSONS (ENTITIES ONLY)

Wellington Management Company, LLP
04-2683227

2. CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF
ORGANIZATION

Massachusetts

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5. SOLE VOTING POWER	0
	6. SHARED VOTING POWER	0
	7. SOLE DISPOSITIVE POWER	0
	8. SHARED DISPOSITIVE POWER	0

9. AGGREGATE AMOUNT BENEFICIALLY
OWNED BY EACH REPORTING
PERSON

0

10. CHECK IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN
SHARES

- 11.

PERCENT OF CLASS REPRESENTED BY
AMOUNT IN ROW (9)

0.00%

12. TYPE OF REPORTING PERSON

IA

Item 1.

- (a) **Name of Issuer**
Allegheny Technologies Incorporated
- (b) **Address of Issuer's Principal Executive Offices**
1000 Six PPG Place
Pittsburgh, PA 15222

Item 2.

- (a) **Name of Person Filing**
Wellington Management Company, LLP ("Wellington Management")
- (b) **Address of Principal Business Office or, if None, Residence**
75 State Street
Boston, MA 02109
- (c) **Citizenship**
Massachusetts
- (d) **Title of Class of Securities**
Common Stock
- (e) **CUSIP Number**
01741R102

Item 3. If This Statement is Filed Pursuant to Rule 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 (15 U.S.C. 78o).
- (b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance Company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment Company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with Rule 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with Rule 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with Rule 240.13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (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);

- (j) Group, in accordance with Rule 240.13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box

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:

Wellington Management, in its capacity as investment adviser, may be deemed to beneficially own 0 shares of the Issuer which are held of record by clients of Wellington Management.

- (b) Percent of Class:

0.00%

- (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 | 0 |
| (iii) sole power to dispose or to direct the disposition of | 0 |
| (iv) shared power to dispose or to direct the disposition of | 0 |

Item 5. Ownership of Five Percent or Less of 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:

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

The securities as to which this Schedule is filed by Wellington Management, in its capacity as investment adviser, are owned of record by clients of Wellington Management. Those clients have the right to receive, or the power to direct the receipt of, dividends from, or the proceeds from the sale of, such securities. No such client is known to have such right or power with respect to more than five percent of this class of securities, except as follows:

Not Applicable.

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.

Not Applicable.

Item 9. Notice of Dissolution of Group.

Not Applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and 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.

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.

By: /s/ Julie A. Jenkins

Name: Julie A. Jenkins

Title: Vice President

Date: February 14, 2006

FONT>

\$

7,150

Investments, at fair value (Note 3)

16,303,354

13,229,612

Receivables

Dividends receivable

10,671

13,151

SIGNATURE

10,671

13,151

TOTAL AND NET ASSETS AVAILABLE FOR BENEFITS

\$

16,314,185

\$

13,249,913

SIGNATURE

See accompanying notes to financial statements.

2.

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CAPITAL CITY BANK GROUP, INC. 401(k) PLAN
 STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
 Year ended December 31, 2009

Additions to net assets attributed to:	
Investment income	
Net appreciation in fair value of investments (Note 3)	\$ 1,349,681
Dividends and interest income	264,194
	<u>1,613,875</u>
Contributions	
Participant	1,713,405
Employer	354,951
Rollover	1,335
	<u>2,069,691</u>
Total additions	3,683,566
Deductions from net assets attributed to:	
Benefits paid to participants	619,294
	<u>619,294</u>
Net increase	3,064,272
Net assets available for benefits	
Beginning of year	13,249,913
	<u>13,249,913</u>
End of year	<u>\$ 16,314,185</u>

See accompanying notes to financial statements.

3.

CAPITAL CITY BANK GROUP, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE 1 - DESCRIPTION OF PLAN

The following description of the Capital City Bank Group, Inc. 401(k) Plan (the Plan) provides general information only. More complete information regarding the Plan s provisions may be found in the Plan document.

General: The Plan, established on October 1, 1997, effective retroactive to January 1, 1997, is a defined contribution retirement plan under the provisions of Section 401(a) of the Internal Revenue Code (the IRC), which includes a qualified deferred arrangement as described in Section 401(k) of the IRC. The Plan is intended to provide benefits to all eligible employees of Capital City Bank Group, Inc. (the Company). Employees of the Company become eligible to participate in the Plan at the time of employment. Employees may enter the Plan on the first day of the month coinciding with or next following the date on which the employee becomes eligible to participate in the Plan.

Plan Administration: The overall responsibility for administering the Plan rests with the Company. However, the Company has delegated administration of the Plan to the Retirement Committee (the Plan Administrator). The Plan s trustee, Capital City Trust Company (the Trustee), a subsidiary of the Company, is responsible for the management and control of the Plan s assets.

Participant Contributions: Each year, participants may elect to contribute up to 100% of pretax annual compensation, as defined in the Plan and subject to certain limitations under the IRC. Participants may choose to change their deferral percentage at any time.

Employer Contributions: For 2009, the Company provided a 50% match on participant contributions of 6% or less. Only employees hired after January 1, 2002 and have completed 90 days of service are eligible for this match. No additional discretionary employer contributions were made for 2009.

Participant Accounts: Each participant s account is credited with the participant s contribution, the Company matching contributions, and allocations of Plan earnings based on the participant s investment elections, and is charged with his or her withdrawals. Allocations of Plan earnings are based on account balances, as defined in the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant s vested account. Each participant directs the investment of his or her account to any of the investment options available under the Plan.

Investment Options: Participants can direct their contributions into 25 investment options. Participants can change their investment elections and balances daily by way of internet, with their contributions being changed the next trading day.

(Continued)

4.

CAPITAL CITY BANK GROUP, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE 1 - DESCRIPTION OF PLAN (Continued)

Benefits Paid to Participants: Upon termination of service due to death, disability, retirement or other reason, a participant will receive a lump-sum amount equal to the value of the vested interest in his or her account. Participants may also receive a distribution while in service upon demonstration of financial hardship.

Retirement, Death and Disability: A participant becomes fully vested in his or her account balance upon retirement, death or disability.

Vesting: Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's matching portion of their accounts plus actual earnings thereon is based on years of continuous service. A participant is 100% vested in the Company's matching and discretionary contributions, and related earnings thereon, after three years of credited service (on a cliff basis). Credited service for vesting purposes requires 1,000 hours during the plan year.

Forfeitures: Forfeitures are used to reduce the employer contribution. Forfeitures were immaterial for 2009 and 2008.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting: The financial statements of the Plan are prepared under the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Use of Estimates: The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions related to the reported amounts of assets, liabilities, and changes therein and the disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Payment of Benefits: Benefits are recorded when paid.

Plan Expenses: All plan expenses are paid by the Company.

Risks and Uncertainties: The Plan holds various investment securities, including Company common stock. Investment securities are exposed to various risks such as interest rate, market, liquidity and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the fair values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

(Continued)

5.

CAPITAL CITY BANK GROUP, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Adoption of New Accounting Standards: *FASB Accounting Standards Codification:* In June 2009, the FASB replaced *The Hierarchy of Generally Accepted Accounting Principles*, with the *FASB Accounting Standards Codification*TM (The Codification or ASC) as the source of authoritative accounting principles recognized by the FASB to be applied by nongovernmental entities in the preparation of financial statements in conformity with GAAP. Rules and interpretive releases of the Securities and Exchange Commission under authority of federal securities laws are also sources of authoritative GAAP for SEC registrants. The Codification is effective for financial statements issued for periods ending after September 15, 2009.

Investment Valuation and Income Recognition: The Plan's investments are reported at fair value. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Fair value is the price that would be received by the Plan for an asset or paid by the Plan to transfer a liability (an exit price) in an orderly transaction between market participants on the measurement date in the Plan's principal or most advantageous market for the asset or liability. The effect of a change in valuation technique or its application on a fair value estimate is accounted for prospectively as a change in accounting estimate. When evaluating indications of fair value resulting from the use of multiple valuation techniques, the Plan is to select the point within the resulting range of reasonable estimates of fair value that is most representative of fair value under current market conditions. Fair value measurements are determined by maximizing the use of observable inputs and minimizing the use of unobservable inputs. The hierarchy places the highest priority on unadjusted quoted market prices in active markets for identical assets or liabilities (level 1 measurements) and gives the lowest priority to unobservable inputs (level 3 measurements). The three levels of inputs within the fair value hierarchy are defined as follows:

Level 1: Quoted prices (unadjusted) for identical assets or liabilities in active markets that the Plan has the ability to access as of the measurement date.

Level 2: Significant other observable inputs other than level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.

Level 3: Significant unobservable inputs that reflect the Plan's own assumptions about the assumptions that market participants would use in pricing an asset or liability.

The following are descriptions of the valuation methods and assumptions used by the Plan to estimate the fair values of investments held directly by the Plan.

Mutual funds: The fair values of mutual fund investments are determined by obtaining quoted prices on nationally recognized security exchanges (Level 1 inputs).

(Continued)

CAPITAL CITY BANK GROUP, INC. 401(k) PLAN
 NOTES TO FINANCIAL STATEMENTS
 December 31, 2009 and 2008

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Company common stock: Investments in Company common stock are valued by obtaining quoted prices on a national recognized security exchanges (Level 1 inputs).

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Investments measured at fair value on a recurring basis are summarized below:

	Fair Value Measurements at December 31, 2009 Using		
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Mutual Funds			
Money Market	\$ 5,362,098	\$	\$
Fixed Income	3,681,973		
Balanced Funds	163,417		
Domestic equities	4,679,708		
International equities	1,397,423		
Total Mutual Funds	15,284,619		
Company common stock	1,018,735		

	Fair Value Measurements at December 31, 2008 Using		
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Mutual Funds	\$ 11,754,593	\$	\$
Company common stock	1,475,019		

(Continued)

7.

CAPITAL CITY BANK GROUP, INC. 401(k) PLAN
 NOTES TO FINANCIAL STATEMENTS
 December 31, 2009 and 2008

NOTE 3 - INVESTMENTS

The investments of the Plan are held in a trust fund administered by the Trustee. Investments that represent 5% or more of the Plan's net assets available for benefits are separately identified as follows:

	December 31,	
	2009	2008
Investments at fair value		
Vanguard Prime Obligation Fund (5,314,573 and 5,173,671 shares)	\$ 5,314,573	\$ 5,173,671
Vanguard Institutional Index Fund (0 and 17,901 shares)	n/a	1,477,522
Vanguard Index 500 Fund (25,008 and 0 shares)	2,120,921	n/a
American Fund Europacific (33,999 and 30,565 shares)	1,301,472	854,289
Capital City Bank Group, Inc. Common Stock ⁽¹⁾ (73,608 and 54,149 shares)	1,018,735	1,475,019

⁽¹⁾ Party-in-interest

During the year ended December 31, 2009 the Plan's investments, including gains and losses on investments bought and sold as well as held during the year, appreciated (depreciated) in value as follows:

Mutual Funds	\$ 2,035,637
Company common stock	(685,956)
	<hr/>
Net appreciation in fair value of investments	\$ 1,349,681
	<hr/>

NOTE 4 RIGHTS UPON PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of the Employee Retirement Income Security Act of 1974. In the event of plan termination, participants would become 100% vested in their employer contributions and earnings thereon.

(Continued)

CAPITAL CITY BANK GROUP, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE 5 - TAX STATUS

The Internal Revenue Service issued an opinion letter dated March 31, 2008 indicating that the prototype adopted by the Plan, as then designed, was in compliance with applicable requirements of the Internal Revenue Code. Although the Plan has been amended from the original prototype document, Plan management believes that the Plan is currently being operated in accordance with the Internal Revenue Code.

NOTE 6 PARTY IN INTEREST TRANSACTIONS

Parties-in-interest are defined under Department of Labor regulations as any fiduciary of the Plan, any party rendering service to the plan, the employer, and certain others. The Plan owns 73,608 and 54,149 shares of the Company's common stock at December 31, 2009 and 2008, respectively, which represents approximately .43% and .32% of the outstanding common stock of the Company. Dividend income of \$49,598 and \$39,175 was recognized during 2009 and 2008 from the Plan's investment in the Company's common stock. This investment qualifies as a party-in-interest investment. The Trustee is a subsidiary of the Company. Certain administrative functions are performed by officers or employees of the Company. No such officer or employee receives compensation from the Plan. Administrative expenses of the Plan are absorbed by the Company.

NOTE 7 PLAN AMENDMENTS

There were no Plan amendments for plan years 2009.

SUPPLEMENTAL SCHEDULE

CAPITAL CITY BANK GROUP, INC. 401(k) PLAN
 SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
 December 31, 2009

Name of plan sponsor: Capital City Bank Group, Inc.
Employer identification number: 59-2273542
Three-digit plan number: 003

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) **Cost	(e) Current Value
	Vanguard	Mid-Cap Index, 13,413 shares	\$	314,270
	Vanguard	Total Bond Index, 34,916 shares		361,385
	DWS Reef	Real Estate Securities Fund, 7,177 shares		100,115
	American Funds	High Income Fund, 20,521 shares		217,724
	Vanguard	Developed Market Index Fund, 10,068 shares		95,951
	DWS Dreman	Small Cap Fund, 4,248 shares		133,732
	Blackrock	Mid-Cap Value Fund, 16,324 shares		160,304
	American Funds	Small-Cap Fund, 5,023 shares		159,669
	Van Kampen Funds	Equity Fund, 209,978 shares		163,417
	Goldman Sachs	Structured U.S. Equity Fund, 2,475 shares		52,894

(Continued)

11.

CAPITAL CITY BANK GROUP, INC. 401(k) PLAN
 SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
 December 31, 2009

Name of plan sponsor: Capital City Bank Group, Inc.
Employer identification number: 59-2273542
Three-digit plan number: 003

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) **Cost	(e) Current Value
	T Rowe Price	Real Estate Retail Shares, 4,855 shares		\$ 67,138
	Vanguard	Inflation Protected Reinvestment, 905 shares		11,354
	Vanguard	Prime Obligation Fund, 5,314,573 shares		5,314,573
	Vanguard	Vanguard Index 500 Fund, 25,008 shares		2,120,921
	American Funds	Europacific, 33,999 shares		1,301,472
	American Funds	Fundamental Growth, 14,620 shares		478,669
	American Funds	Growth Fund of America, 24,964 shares		681,011
	Royce	Premier Investment, 28,219 shares		462,791
	Select	Selected American Shares, 16,890 shares		629,141
	Vanguard	Total Stock Market, 25,486 shares		699,590

(Continued)

12.

CAPITAL CITY BANK GROUP, INC. 401(k) PLAN
 SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
 December 31, 2009

Name of plan sponsor: Capital City Bank Group, Inc.
Employer identification number: 59-2273542
Three-digit plan number: 003

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) **Cost	(e) Current Value
	Dreyfus Fund	Bond Market Index, 24,822 shares		255,917
	Van Kampen	Mid-Cap Growth, 31,306 shares		740,384
	Federated	Total Return Bond, 65,747 shares		714,672
	Goldman Sachs	Financial Square Prime Obligations, 47,525 shares		47,525
*	Capital City Bank Group, Inc.	Capital City Bank Group, Inc. common stock, 73,608 shares		1,018,735
				\$ 16,303,354

* Represents party-in-interest

** Investment is participant directed; therefore historical cost is not required.

**CAPITAL CITY BANK GROUP, INC. 401(k) PLAN
EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Document</u>
23.1	Consent of Crowe Horwath LLP

SIGNATURES

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

CAPITAL CITY BANK GROUP, INC. PROFIT SHARING 401(K) PLAN

By: Capital City Trust Company, Trustee

By: /s/ Randolph M. Pople

Randolph M. Pople, President

Dated: June 29, 2010