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ASPEN TECHNOLOGY INC /DE/
Form SC 13D/A
December 22, 2006

CUSIP NO. 045327103

Schedule 13D

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D
(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO
RULE 13d-1(a) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(a)
(Amendment No. 4) (1)

Aspen Technology, Inc.

(Name of issuer)

Common Stock, par value \$0.10

(Title of class of securities)

045327103

(CUSIP number)

Jarlyth H. Gibson, Assistant Compliance Officer 617-951-9493
C/o Advent International Corporation, 75 State Street, 29th Floor Boston,
MA 02109

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

December 20, 2006

(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 that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box :. []

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

(Continued on following pages)
(Page 1 of 20 Pages)

(1) 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 disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange

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Act of 1934 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).

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1	NAME OF REPORTING PERSON		
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)		
	Advent International Corporation		

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a)	☒
		(b)	☐

3	SEC USE ONLY		

4	Source of Funds		
	WC		

5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)		

6	CITIZENSHIP OR PLACE OF ORGANIZATION		
	Delaware		

	NUMBER OF	7	SOLE VOTING POWER
	SHARES		
			31,499,336

	BENEFICIALLY	8	SHARED VOTING POWER
			None

	OWNED BY	9	SOLE DISPOSITIVE POWER
	EACH		
	REPORTING PERSON		31,499,336
	WITH		
		10	SHARED DISPOSITIVE POWER
			None

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	31,499,336		

12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []		

13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	37.05%		

14	TYPE OF REPORTING PERSON*		
	CO, IA		

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1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)		
	Advent International Limited Partnership		

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a)	☒ [X]
		(b)	☐ []

3	SEC USE ONLY		

4	Source of Funds WC		

5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)		

6	CITIZENSHIP OR PLACE OF ORGANIZATION		
	Delaware		

	NUMBER OF SHARES	7	SOLE VOTING POWER
			30,915,611
	BENEFICIALLY	8	SHARED VOTING POWER
			None
	OWNED BY EACH REPORTING PERSON	9	SOLE DISPOSITIVE POWER
			30,915,611
	WITH	10	SHARED DISPOSITIVE POWER
			None

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	30,915,611		

12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []		

13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	36.61%		

14	TYPE OF REPORTING PERSON*		
	PN		

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1 NAME OF REPORTING PERSON

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I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Global Private Equity IV Limited Partnership

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ☒ (b) ☐

3 SEC USE ONLY

4 Source of Funds
WC

5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES	7	SOLE VOTING POWER
		15,397,758
BENEFICIALLY	8	SHARED VOTING POWER
		None
OWNED BY EACH REPORTING PERSON WITH	9	SOLE DISPOSITIVE POWER
		15,397,758
	10	SHARED DISPOSITIVE POWER
		None

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

15,397,758

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

22.34%

14 TYPE OF REPORTING PERSON*

PN

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Global Private Equity III Limited Partnership

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ☒

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(b) []

3 SEC USE ONLY

4 Source of Funds
WC5 Check if Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2 (e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 7 SOLE VOTING POWER
SHARES

4,409,908

BENEFICIALLY 8 SHARED VOTING POWER

None

OWNED BY 9 SOLE DISPOSITIVE POWER
EACH
REPORTING PERSON
WITH

4,409,908

10 SHARED DISPOSITIVE POWER

None

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,409,908

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

7.61%

14 TYPE OF REPORTING PERSON*

PN

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Advent Partners GPE-IV Limited Partnership

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [X]
(b) []

3 SEC USE ONLY

4 Source of Funds

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WC

5 Check if Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2 (e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Bermuda

NUMBER OF SHARES	7	SOLE VOTING POWER
		194,890

BENEFICIALLY	8	SHARED VOTING POWER
		None

OWNED BY EACH REPORTING PERSON	9	SOLE DISPOSITIVE POWER
		194,890

WITH	10	SHARED DISPOSITIVE POWER
		None

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

194,890

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.36%

14 TYPE OF REPORTING PERSON*

PN

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1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Advent PGGM Global Limited Partnership

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [X]
(b) []

3 SEC USE ONLY

4 Source of Funds

WC

5 Check if Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2 (e)

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6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES	7	SOLE VOTING POWER
		440,969
BENEFICIALLY	8	SHARED VOTING POWER
		None
OWNED BY EACH REPORTING PERSON WITH	9	SOLE DISPOSITIVE POWER
		440,969
	10	SHARED DISPOSITIVE POWER
		None
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
440,969		
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []		
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
0.82%		
14 TYPE OF REPORTING PERSON*		
PN		

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1	NAME OF REPORTING PERSON	
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)	
	Advent Partners GPE-III Limited Partnership	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [X] (b) []
3	SEC USE ONLY	
4	Source of Funds WC	
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)	
6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	
	NUMBER OF	7 SOLE VOTING POWER

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SHARES		37,760

BENEFICIALLY	8	SHARED VOTING POWER
		None

OWNED BY EACH REPORTING PERSON WITH	9	SOLE DISPOSITIVE POWER
		37,760

	10	SHARED DISPOSITIVE POWER
		None

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	37,760	

12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []	

13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	
	0.07%	

14	TYPE OF REPORTING PERSON*	
	PN	

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1	NAME OF REPORTING PERSON	
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)	
	Advent Partners (NA) GPE-III Limited Partnership	

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [X] (b) []

3	SEC USE ONLY	

4	Source of Funds	
	WC	

5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)	

6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	

	NUMBER OF SHARES	7
		SOLE VOTING POWER
		11,223

	BENEFICIALLY	8
		SHARED VOTING POWER

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		None
OWNED BY	9	SOLE DISPOSITIVE POWER
EACH		
REPORTING PERSON		11,223
WITH		
	10	SHARED DISPOSITIVE POWER
		None

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	11,223	

12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []	

13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	
	0.02%	

14	TYPE OF REPORTING PERSON*	
	PN	

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1	NAME OF REPORTING PERSON	
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)	
	Digital Media & Communications III Limited Partnership	

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [X] (b) []

3	SEC USE ONLY	

4	Source of Funds	
	WC	

5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)	

6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	

	NUMBER OF	7
	SHARES	
		SOLE VOTING POWER
		2,036,076

	BENEFICIALLY	8
		SHARED VOTING POWER
		None

	OWNED BY	9
	EACH	
	REPORTING PERSON	SOLE DISPOSITIVE POWER
		2,036,076

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WITH

10 SHARED DISPOSITIVE POWER

None

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,036,076

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.66%

14 TYPE OF REPORTING PERSON*

PN

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1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Digital Media & Communications III-A Limited Partnership

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

(a) [X]

(b) []

3 SEC USE ONLY

4 Source of Funds

WC

5 Check if Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2 (e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF
SHARES

7 SOLE VOTING POWER

1,008,020

BENEFICIALLY

8 SHARED VOTING POWER

None

OWNED BY
EACH
REPORTING PERSON
WITH

9 SOLE DISPOSITIVE POWER

1,008,020

10 SHARED DISPOSITIVE POWER

None

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11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,008,020

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.85%

14 TYPE OF REPORTING PERSON*

PN

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1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Digital Media & Communications III-B Limited Partnership

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

(a) [X]

(b) []

3 SEC USE ONLY

4 Source of Funds

WC

5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF
SHARES

7

SOLE VOTING POWER

251,952

BENEFICIALLY

8

SHARED VOTING POWER

None

OWNED BY
EACH
REPORTING PERSON
WITH

9

SOLE DISPOSITIVE POWER

251,952

10

SHARED DISPOSITIVE POWER

None

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

251,952

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.47%

14 TYPE OF REPORTING PERSON*

PN

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1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Digital Media & Communications III-C Limited Partnership

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

(a) ☒

(b) ☐

3 SEC USE ONLY

4 Source of Funds

WC

5 Check if Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2 (e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF
SHARES

7

SOLE VOTING POWER

4,031,978

BENEFICIALLY

8

SHARED VOTING POWER

None

OWNED BY
EACH
REPORTING PERSON
WITH

9

SOLE DISPOSITIVE POWER

4,031,978

10

SHARED DISPOSITIVE POWER

None

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,031,978

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

7.01%

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14 TYPE OF REPORTING PERSON*

PN

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1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Digital Media & Communications III-D C.V.

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

(a) ☒

(b) ☐

3 SEC USE ONLY

4 Source of Funds

WC

5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Netherlands

NUMBER OF
SHARES

7

SOLE VOTING POWER

755,963

BENEFICIALLY

8

SHARED VOTING POWER

None

OWNED BY
EACH
REPORTING PERSON
WITH

9

SOLE DISPOSITIVE POWER

755,963

10

SHARED DISPOSITIVE POWER

None

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

755,963

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.39%

14 TYPE OF REPORTING PERSON*

PN

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1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Digital Media & Communications III-E C.V.

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ☒ (b) ☐

3	SEC USE ONLY

4	Source of Funds WC

5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)

6	CITIZENSHIP OR PLACE OF ORGANIZATION Netherlands

NUMBER OF SHARES	7 SOLE VOTING POWER 504,010

BENEFICIALLY	8 SHARED VOTING POWER None

OWNED BY EACH REPORTING PERSON WITH	9 SOLE DISPOSITIVE POWER 504,010

	10 SHARED DISPOSITIVE POWER None

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 504,010

12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐

13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.93%

14	TYPE OF REPORTING PERSON* PN

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1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)		
	Advent Partners DMC III Limited Partnership		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a)	☒ [X]
		(b)	☐ []
3	SEC USE ONLY		
4	Source of Funds WC		
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware		
	NUMBER OF SHARES	7	SOLE VOTING POWER 116,850
	BENEFICIALLY	8	SHARED VOTING POWER None
	OWNED BY EACH REPORTING PERSON WITH	9	SOLE DISPOSITIVE POWER 116,850
		10	SHARED DISPOSITIVE POWER None
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 116,850		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.22%		
14	TYPE OF REPORTING PERSON* PN		

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1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)		
	Advent Energy II Limited Partnership		

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ☒ (b) ☐

3 SEC USE ONLY

4 Source of Funds
WC

5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES	7	SOLE VOTING POWER
		2,078,977

BENEFICIALLY	8	SHARED VOTING POWER
		None

OWNED BY EACH REPORTING PERSON WITH	9	SOLE DISPOSITIVE POWER
		2,078,977

	10	SHARED DISPOSITIVE POWER
		None

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,078,977

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
3.74%

14 TYPE OF REPORTING PERSON*
PN

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
Advent Partners II Limited Partnership

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ☒ (b) ☐

3 SEC USE ONLY

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4	Source of Funds		
	WC		

5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)		

6	CITIZENSHIP OR PLACE OF ORGANIZATION		
	Delaware		

	NUMBER OF	7	SOLE VOTING POWER
	SHARES		223,002

	BENEFICIALLY	8	SHARED VOTING POWER
			None

	OWNED BY	9	SOLE DISPOSITIVE POWER
	EACH		223,002
	REPORTING PERSON		
	WITH		
		10	SHARED DISPOSITIVE POWER
			None

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	223,002		

12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []		

13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	0.41%		

14	TYPE OF REPORTING PERSON*		
	PN		

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Item 1. Security and Issuer

This statement on Amendment No. 4 to Schedule 13D ("Amendment No. 4") relates to the Reporting Persons' beneficial ownership interest in the Common Stock, par value \$0.10 per share, of Aspen Technology, Inc., a Delaware corporation (the "Corporation"). The address of the principal executive office of the Corporation is Ten Canal Park, Cambridge, MA 02141. This Amendment No. 4 amends the initial statement on Schedule 13D filed with the Securities and Exchange Commission (the "Commission") on August 22, 2003, as amended by Amendment No. 1 thereto filed with the Commission on June 6, 2006, Amendment No. 2 thereto filed with the Commission on July 26, 2006 and Amendment No. 3 thereto filed with the Commission on December 15, 2006 (as so amended, the "Schedule 13D"). This Amendment No. 4 is being filed by the Reporting Persons to amend Item 5. Terms defined in the Schedule 13D are used herein as so defined.

Item 5. Interest in Securities of the Issuer.

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Item 5 of the Schedule 13D is hereby amended by adding the following at the end of paragraph (c) thereof:

On December 20, 2006, the Reporting Persons converted an aggregate of 270,300 shares of Series D-1 Convertible Preferred Stock ("Series D-1") into 27,030,000 shares of Common Stock at a conversion rate equal to the Series D-1 per share stated value of \$333.00 divided by the Series D-1 per share conversion price of \$3.33.

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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.

December 22, 2006

Global Private Equity IV Limited Partnership
Global Private Equity III Limited Partnership
Advent PGGM Global Limited Partnership
Digital Media & Communications III Limited Partnership
Digital Media & Communications III-A Limited Partnership
Digital Media & Communications III-B Limited Partnership
Digital Media & Communications III-C Limited Partnership
Digital Media & Communications III-D C.V.
Digital Media & Communications III-E C.V.
Advent Energy II Limited Partnership

By: Advent International Limited Partnership,
General Partner
By: Advent International Corporation,
General Partner
By: Jarlyth H. Gibson, Assistant Compliance Officer*

Advent International Limited Partnership Advent Partners II Limited Partnership
Advent Partners GPE-IV Limited Partnership Advent Partners GPE-III Limited
Partnership Advent Partners (NA) GPE-III Limited Partnership Advent Partners
DMC-III Limited Partnership

By: Advent International Corporation,
General Partner
By: Jarlyth H. Gibson, Assistant Compliance Officer *

ADVENT INTERNATIONAL CORPORATION
By: Jarlyth H. Gibson, Assistant Compliance Officer *

*For all of the above:
/s/ Jarlyth H. Gibson
Jarlyth H. Gibson, Assistant Compliance Officer