

GTCR PARTNERS VI L P
Form 3
December 13, 2004

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â GTCR MEZZANINE PARTNERS LP			(Month/Day/Year)	COINMACH SERVICE CORP [DRY]	
(Last)	(First)	(Middle)		4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
C/O GTCR GOLDER RAUNER 6100 SEARS TOWER				(Check all applicable)	
(Street)				<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
CHICAGO,Â ILÂ 60606-6402				<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
(City)	(State)	(Zip)			<input type="checkbox"/> Form filed by One Reporting Person
					<input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
INCOME DEPOSIT SECURITIES	2,199,413	D	Â
CLASS B COMMON STOCK	17,767,204	I	SEE FOOTNOTE <u>(1)</u> <u>(2)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GTCR MEZZANINE PARTNERS LP C/O GTCR GOLDBERGER RAUNER 6100 SEARS TOWER CHICAGO, IL 60606-6402	^	^ X	^	^
GTCR PARTNERS VI L P C/O GTCR GOLDBERGER RAUNER 6100 SEARS TOWER CHICAGO, IL 60606-6402	^	^	^	See Footnote 1 and 2
GTCR GOLDBERGER RAUNER LLC 6100 SEARS TOWER CHICAGO, IL 60606-6402	^	^	^	See Footnote 1 and 2

Signatures

/s/ David
Donnini
Date: 12/09/2004
**Signature of Reporting Person

/s/ David
Donnini
Date: 12/09/2004
**Signature of Reporting Person

/s/ David
Donnini
Date: 12/09/2004
**Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

- All outstanding shares of Class B Common Stock of the issuer are held by Coinmach Holdings, LLC ("Holdings"). GTCR-CLC, LLC, of which GTCR Fund VII, L.P. ("GTCR Fund VII") is the Managing Member, is a member of and effectively controls Holdings. GTCR Goldberger Rauner, L.L.C. ("GTCR") is the general partner of GTCR Partners VII, L.P. ("GTCR Partners VII"), which is the general partner of GTCR Fund VII. As such GTCR may be deemed to be a beneficial owner of the Class B Common Stock reported in Table 1. GTCR disclaims beneficial ownership of the Class B Common Stock reported in Table 1, except to the extent of any pecuniary interest therein. The filing of this form shall not be deemed an admission that GTCR is, for Section 16 purposes or otherwise, the beneficial owner of the Class B Common Stock.
- (1) GTCR is also the general partner of GTCR Partners VI, L.P. ("GTCR Partners VI"), which is the general partner of GTCR Mezzanine Partners, L.P. ("Mezzanine Partners"). As such GTCR Partners VI and GTCR may be deemed to be beneficial owners of the Income Deposit Securities reported in Table 1. GTCR Partners VI and GTCR expressly disclaim beneficial ownership of the Income Deposit Securities reported in Table 1, except to the extent of any pecuniary interest therein. The filing of this form shall not be deemed an

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admission that GTCR Partners VI or GTCR is, for Section 16 purposes or otherwise, the beneficial owner of such Income Deposit Securities.

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.