BARINGTON COMPANIES EQUITY PARTNERS L P Form SC 13D/A August 25, 2005

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

SCHEDULE 13D (Rule 13d-101) (Amendment No. 3)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

A. Schulman, Inc.
----(Name of Issuer)

Common Stock, par value \$1.00 per share
----(Title of Class of Securities)

808194104 -----(CUSIP Number)

Mr. James A. Mitarotonda c/o Barington Companies Equity Partners, L.P. 888 Seventh Avenue, 17th Floor New York, NY 10019 (212) 974-5700

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

August 22, 2005

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 Rule 13d-1(e), 13d-1(f), or 13d-1(g), check the following box: $|_|$.

SCHEDULE 13D

CUSIP No. 808194104

1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Barington Companies Equity Partners, L.P.

13-4088890

2)	CHECK THE A	PPROPRIATE I	BOX IF A MEMBER	OF A GROUP	(a)	[x]	
					(b)	1_1	
3)	SEC USE ONL	٠Y					
4)	SOURCE OF F	'UNDS	WC				
5) ITEMS	CHECK BOX I		E OF LEGAL PROC	EEDINGS IS R	EQUIRED PU	JRSUAN	T TO
6)	CITIZENSHIP	OR PLACE OF	F ORGANIZATION				
NUMBE:		7)	SOLE VOTING P 428,350				
	ICIALLY	8)	SHARED VOTING none	POWER			
REPOR' PERSOI WITH		9)	SOLE DISPOSIT 428,350				
		10)	SHARED DISPOS none	ITIVE POWER			
11)	AGGREGATE A	MOUNT BENEF	ICIALLY OWNED B		TING PERSO	ON	
12)	CHECK BOX I	F THE AGGRE	GATE AMOUNT IN		LUDES CER	TAIN S	HARES
13)	PERCENT OF	CLASS REPRES	SENTED BY AMOUN	T IN ROW (11)		
14)	TYPE OF REP	ORTING PERSO	DN PN				
CUSIP	No. 8081941	.04	SCH	EDULE 13D			
1)	S.S. OR I.R		ON ICATION NO. OF Les Investors,				13-4126527
2)	CHECK THE A	.PPROPRIATE I	BOX IF A MEMBER	OF A GROUP	(a)	[x]	
					(b)	_	
3)	SEC USE ONL	·Υ					
4)	SOURCE OF F	'UNDS	00				
5)	CHECK BOX I	F DISCLOSIB	C OF LEGAL PROC	EEDINGS IS R	FOUTRED PI	IRSIIAN	т то

ITEMS 2(d) OR 2(e)

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6)	CITIZENSHIP		ORGANIZATION
		Delaware	
NUMBE SHARE		7)	SOLE VOTING POWER 428,350
	ICIALLY	8)	SHARED VOTING POWER none
REPOR' PERSOI WITH		9)	SOLE DISPOSITIVE POWER 428,350
		10)	SHARED DISPOSITIVE POWER none
11)	AGGREGATE AN	MOUNT BENEFI	CIALLY OWNED BY EACH REPORTING PERSON 428,350
12)	CHECK BOX II	THE AGGREG.	ATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
13)	PERCENT OF (CLASS REPRES	ENTED BY AMOUNT IN ROW (11) 1.4%
14)	TYPE OF REPO	ORTING PERSO	N OO
	No. 80819410		SCHEDULE 13D
	NAME OF REPO	DRTING PERSO	
1)	NAME OF REPO S.S. OR I.R. Baring	ORTING PERSO	N CATION NO. OF ABOVE PERSON
1)	NAME OF REPO S.S. OR I.R. Baring	ORTING PERSO	N CATION NO. OF ABOVE PERSON es Offshore Fund, Ltd. (BVI)
1)	NAME OF REPO S.S. OR I.R. Baring	DRTING PERSON S. IDENTIFICATION PROPRIATE BOTTOM	N CATION NO. OF ABOVE PERSON es Offshore Fund, Ltd. (BVI) OX IF A MEMBER OF A GROUP (a) [x]
1) 2)	NAME OF REPO S.S. OR I.R. Baring CHECK THE AF	DRTING PERSON S. IDENTIFICATION PPROPRIATE BOTTOM	N CATION NO. OF ABOVE PERSON es Offshore Fund, Ltd. (BVI) OX IF A MEMBER OF A GROUP (a) [x]
1) 2) 3) 4)	NAME OF REPORT OF THE APPROXIMATION OF THE APPROXIM	DRTING PERSON S. IDENTIFICATION PPROPRIATE BOTTOM JUNDS F DISCLOSURE	N CATION NO. OF ABOVE PERSON es Offshore Fund, Ltd. (BVI) OX IF A MEMBER OF A GROUP (b) _
1) 2) 3) 4) 5) ITEMS	NAME OF REPOSITION OF THE AREA	DRTING PERSON S. IDENTIFICATION PPROPRIATE BOTH JUNDS F DISCLOSURE	N CATION NO. OF ABOVE PERSON es Offshore Fund, Ltd. (BVI) OX IF A MEMBER OF A GROUP (b) _ WC OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO _ ORGANIZATION
1) 2) 3) 4) 5) ITEMS 6)	NAME OF REPORT OF S.S. OR I.R. Baring CHECK THE AFTER OF SEC USE ONLY SOURCE OF FURTHER OF SEC USE ONLY CHECK BOX IF 2 (d) OR 2 (e) CITIZENSHIP	DRTING PERSON S. IDENTIFICATION PPROPRIATE BOTH JINDS F DISCLOSURE OR PLACE OF	N CATION NO. OF ABOVE PERSON es Offshore Fund, Ltd. (BVI) OX IF A MEMBER OF A GROUP (b) _ WC OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO _ ORGANIZATION
1) 2) 3) 4) 5) ITEMS 6) NUMBE: SHARE	NAME OF REPOSION OF REPOSION OF REPOSION OF PURCE OF FURCE OF FURCE OF FURCE OF SUBJECT	DRTING PERSON S. IDENTIFICATION GRAPH COMPANI PPROPRIATE BOTH JNDS F DISCLOSURE OR PLACE OF British Vir	N CATION NO. OF ABOVE PERSON es Offshore Fund, Ltd. (BVI) OX IF A MEMBER OF A GROUP (b) _ WC OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO _ ORGANIZATION gin Islands SOLE VOTING POWER

PERSON WITH	N		2	64,624				
WIII		10)		DISPOSITIVE	POWER			
11)	AGGREGATE A	MOUNT BENEFI		WNED BY EACH	H REPORTIN	G PERSO	N	
12)	CHECK BOX I	F THE AGGREG	ATE AMOU	NT IN ROW (1	11) EXCLUD	ES CERT	AIN SHA	RES
13)	PERCENT OF	CLASS REPRES		AMOUNT IN F	ROW (11)			
14)	TYPE OF REP	ORTING PERSO	N O)				
CUSIP	No. 8081941	04		SCHEDULE	13D			
1)	S.S. OR I.R	ORTING PERSO .S. IDENTIFI gton Compani	CATION N		PERSON		20	-0327470
2)	CHECK THE A	PPROPRIATE B	OX IF A I	MEMBER OF A	GROUP	(a)	[x]	
						(b)	_	
3)	SEC USE ONL	Y						
4)	SOURCE OF F	UNDS		00				
5) ITEMS	CHECK BOX I	F DISCLOSURE	OF LEGA	L PROCEEDING	GS IS REQU	IRED PU	RSUANT	TO
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANIZ	ATION				
NUMBE:		7)		TING POWER 64,624				
BENEF: OWNED EACH	ICIALLY BY	8)		VOTING POWER 27,893	3			
REPOR' PERSON		9)		SPOSITIVE PO	OWER			
		10)		DISPOSITIVE 27,893	POWER			
11)	AGGREGATE A	MOUNT BENEFI	CIALLY O	WNED BY EACH	H REPORTIN	G PERSO	N	

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

592,517

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13)	PERCENT OF	CLASS REPRE	SENTED 1	BY AMOUNT	'IN ROW	(11)			
14)	TYPE OF REP	ORTING PERS	ON	IA, OO					
CUSIP	No. 8081941	04		SCHE	DULE 131)			
1)	NAME OF REP S.S. OR I.R Barin		ICATION		BOVE PEI	RSON			13-3635132
2)	CHECK THE A	PPROPRIATE	BOX IF A	A MEMBER	OF A GRO	DUP	(a)	[x]	
							(b)	_	
3)	SEC USE ONL	Y							
4)	SOURCE OF F	UNDS		00					
5) ITEMS	CHECK BOX I 2(d) OR 2(e		E OF LE	GAL PROCE	EDINGS I	IS REQU	IRED P	JRSUAI	NT TO
6)	CITIZENSHIP	OR PLACE C	F ORGAN	IZATION					
NUMBEI SHARE:		7)	SOLE '	VOTING PC 692,974	WER				
BENEF: OWNED EACH	ICIALLY BY	8)	SHAREI	D VOTING 327,893	POWER				
REPOR'S PERSON		9)	SOLE 1	DISPOSITI 692,974	VE POWE	3			
		10)	SHAREI	D DISPOSI 327,893	TIVE PO	VER			
11)	AGGREGATE A	MOUNT BENEF	'ICIALLY	OWNED BY 1,020,86		EPORTIN	G PERS	ON	
12)	CHECK BOX I	F THE AGGRE	GATE AM	OUNT IN F	OW (11)	EXCLUDI	ES CER	TAIN :	SHARES
13)	PERCENT OF	CLASS REPRE	SENTED 1	BY AMOUNT	'IN ROW	(11)			
14)	TYPE OF REP	ORTING PERS	ON	PN					

SCHEDULE 13D

CUSIP No. 808194104 _____

1)	NAME	OF	REPORT1	NG	PERSON				
	S.S.	OR	I.R.S.	ID:	ENTIFICATION	NO.	OF	ABOVE	PERSON
		Ll	NA Capit	al	Corp.				

1)	NAME OF REPO S.S. OR I.R. LNA Ca		13-3635168						
2)	CHECK THE AP	PROPRIATE B	OX IF A	MEMBER OF	A GROU	JP	(a)	[x]	
							(b)	1_1	
3)	SEC USE ONLY	7							
4)	SOURCE OF FU	INDS		00					
5) ITEMS	CHECK BOX IF 2(d) OR 2(e)		OF LEG	AL PROCEED	INGS IS	REQUIF	RED PU	JRSUAN	IT TO
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANI	ZATION					
NUMBE:		7)		OTING POWE 692,974	R				
-	ICIALLY	8)	-	VOTING PO 327,893	WER				
REPOR' PERSON		9)		ISPOSITIVE 692,974	POWER				
		10)	-	DISPOSITI 327,893	VE POWE	lR.			
11)	AGGREGATE AM	MOUNT BENEFI		OWNED BY E 1,020,867	ACH REP	ORTING	PERSC	N	
12)	CHECK BOX IF	THE AGGREG	ATE AMO	UNT IN ROW	(11) E	EXCLUDES	CERT	CAIN S	SHARES
13)	PERCENT OF C	CLASS REPRES		Y AMOUNT I	N ROW (11)			
14)	TYPE OF REPO	PRTING PERSO		CO					

SCHEDULE 13D

CUSIP No. 808194104

1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON James Mitarotonda

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x]

							(b)	_		
3)	SEC USE ONLY									
4)	SOURCE OF FU	NDS		00						
5) ITEMS	CHECK BOX IF 2 (d) OR 2 (e)	DISCLOSURE	OF LEGA	L PROCEEDIN	NGS IS	REQUIE	RED PU	JRSUA1	NT TO)
6)	CITIZENSHIP	OR PLACE OF United Stat		ATION						
NUMBEI		7)		TING POWER						
SHARES BENEFI OWNED EACH	CIALLY	8)		VOTING POWE	ER					
REPORT PERSON WITH		9)		SPOSITIVE E	POWER					
		10)		DISPOSITIVE 27,893	E POWER					
11)	AGGREGATE AM	OUNT BENEFI		WNED BY EAC ,020,867	CH REPO	RTING	PERSC	N		
12)	CHECK BOX IF	THE AGGREG	GATE AMOU	UNT IN ROW ((11) EX	CLUDES	CERT	CAIN S	SHARE	ES
13)	PERCENT OF C	LASS REPRES		AMOUNT IN	ROW (1	1)				
14)	TYPE OF REPO	RTING PERSC		N						
CUSIP	No. 80819410	4		SCHEDULE	E 13D					
1)	NAME OF REPO S.S. OR I.R. Parche	S. IDENTIFI		O. OF ABOVE	E PERSO	N			20-0	0870632
2)	CHECK THE AP	PROPRIATE B	BOX IF A	MEMBER OF A	A GROUP		(a)	[x]		
							(b)	1_1		
3)	SEC USE ONLY									
4)	SOURCE OF FU	NDS		WC						
5) ITEMS	CHECK BOX IF 2 (d) OR 2 (e)	DISCLOSURE	OF LEGA	L PROCEEDIN	NGS IS	REQUII	RED PU	JRSUAI	NT TO)
6)	CITIZENSHIP	OR PLACE OF Delaware	'ORGANIZ	ATION						

NUMBE:		7)	SOLE VOTING POWER 173,376
BENEF	ICIALLY	8)	SHARED VOTING POWER
OWNED BY			none
EACH REPOR'	TING	9)	SOLE DISPOSITIVE POWER
PERSON WITH	N		173,376
		10)	SHARED DISPOSITIVE POWER
			none
11)	AGGREGATE AM	OUNT BENEFIC	CIALLY OWNED BY EACH REPORTING PERSON 173,376
12)	CHECK BOX IF	THE AGGREGA	ATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
13)	PERCENT OF C	LASS REPRESI	ENTED BY AMOUNT IN ROW (11) 0.57%
14)	TYPE OF REPO	RTING PERSO	N 00

SCHEDULE 13D

CUSIP	No.	808194104

1) NAME OF REPORTING PERSON

1)	S.S. OR I.R.		N CATION NO. OF ABOVE PERSON Opportunity Fund, LLC		20-0666124
2)	CHECK THE A	PPROPRIATE B	OX IF A MEMBER OF A GROUP	(a)	[x]
				(b)	1_1
3)	SEC USE ONLY	Ž			
4)	SOURCE OF FU	JNDS	WC		
5) ITEMS	CHECK BOX II 2 (d) OR 2 (e)		OF LEGAL PROCEEDINGS IS RE	QUIRED PU	RSUANT TO
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANIZATION		
NUMBE SHARE		7)	SOLE VOTING POWER 910,258		
	CIALLY	8)	SHARED VOTING POWER none		
REPOR PERSO WITH	-	9)	SOLE DISPOSITIVE POWER 910,258		
AA T T 11		10)	SHARED DISPOSITIVE POWER		

none

11)	AGGREGATE A	MOUNT BENEFI		ED BY EACH R	EPORTING	PERSON	
12)	CHECK BOX I	F THE AGGREG	ATE AMOUNT	IN ROW (11)	EXCLUDES	CERTA	IN SHARES
13)	PERCENT OF	CLASS REPRES	ENTED BY A		(11)		
14)	TYPE OF REP	ORTING PERSO	N 00				
CUSIP	No. 8081941	04		SCHEDULE 13	D		
1)	S.S. OR I.R	ORTING PERSO .S. IDENTIFI al Advisors,	CATION NO.	OF ABOVE PE	RSON		37-1484525
2)	CHECK THE A	PPROPRIATE B	OX IF A ME	MBER OF A GR	OUP.	(a)	[x]
						(b)	1_1
3)	SEC USE ONL	Y					
4)	SOURCE OF F	UNDS	1	00			
	CHECK BOX I 2(d) OR 2(e	F DISCLOSURE)	OF LEGAL	PROCEEDINGS	IS REQUIF	RED PUR	SUANT TO
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANIZAT	ION			
NUMBER SHARES		7)	SOLE VOTI	NG POWER 83,634			
	ICIALLY	8)	SHARED VO	TING POWER e			
REPORT PERSON WITH		9)		OSITIVE POWE 83,634	R		
		10)	SHARED DI	SPOSITIVE PO e	WER		
11)	AGGREGATE A	MOUNT BENEFI		ED BY EACH R 83,634	EPORTING	PERSON	
12)	CHECK BOX I	F THE AGGREG	ATE AMOUNT	IN ROW (11)	EXCLUDES	CERTA	IN SHARES
13)	PERCENT OF	CLASS REPRES	ENTED BY A		(11)		
14)	TYPE OF REP	ORTING PERSO	N				

SCHEDULE 13D

CUSIP No. 808194104

1)	NAME OF REPOR		CATION NO.	OF ABOVE P	ERSON			13-3937658
2)	CHECK THE AP	PROPRIATE B	OX IF A ME	MBER OF A G	ROUP	(a)	[x]	
						(b)	_	
3)	SEC USE ONLY							
4)	SOURCE OF FU	NDS		00				
5) ITEMS	CHECK BOX IF 2(d) OR 2(e)	DISCLOSURE	OF LEGAL	PROCEEDINGS	IS REQUI	RED PU	RSUAN	NT TO
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANIZAT	ION				
NUMBE:		7)	SOLE VOTI	NG POWER 83,634				
-	ICIALLY	8)	SHARED VC non	TING POWER				
REPOR PERSO: WITH	-	9)		OSITIVE POW 83,634	ER			
	-	10)	SHARED DI	SPOSITIVE P	OWER			
11)	AGGREGATE AM	OUNT BENEFI		ED BY EACH 83,634	REPORTING	PERSO	N	
12)	CHECK BOX IF	THE AGGREG	ATE AMOUNT	IN ROW (11) EXCLUDE	S CERT	AIN S	SHARES
13)	PERCENT OF C	LASS REPRES	ENTED BY A		W (11)			
14)	TYPE OF REPO	RTING PERSO		00				

SCHEDULE 13D

CUSIP No. 808194104

CUSIP No. 808194104

1) NAME OF REPORTING PERSON

Peter A. Cohen

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

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

1)	NAME OF REP			. NO OF ADO	THE DEDGO	N			
		Co., LLC	CATTO	N NO. OF ABO	VE PERSO	N			13-3946794
2)	CHECK THE A	PPROPRIATE I	BOX IF	A MEMBER OF	A GROUP		(a)	[x]	
							(b)	1_1	
3)	SEC USE ONL	Y							
4)	SOURCE OF F	UNDS		00					
5) ITEMS	CHECK BOX I		E OF LE	EGAL PROCEED	INGS IS	REQUIR	ED PU	JRSUAN	NT TO
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGAI	NIZATION					
NUMBEI SHARE:		7)	SOLE	VOTING POWE: 1,083,634	R				
	ICIALLY	8)	SHARI	ED VOTING PO	WER				
REPOR' PERSOI WITH		9)	SOLE	DISPOSITIVE 1,083,634	POWER				
		10)	SHARI	ED DISPOSITI none	VE POWER				
11)	AGGREGATE A	MOUNT BENEF	CIALLY	Y OWNED BY E. 1,083,634	ACH REPO	RTING 1	PERSO	N	
12)	CHECK BOX I	F THE AGGRE	GATE AN	MOUNT IN ROW	(11) EX	CLUDES	CERT	TAIN S	SHARES
13)	PERCENT OF	CLASS REPRES	SENTED	BY AMOUNT I	N ROW (1	1)			
14)	TYPE OF REP	ORTING PERSO	ON	00					
				SCHEDU	LE 13D				

11

(a) [x]

(b) |_|

3)	SEC USE ON	LY					
4)	SOURCE OF	FUNDS		00			
5) ITEMS	CHECK BOX 2 (d) OR 2 (IF DISCLOSURE e)	OF LEGAL	PROCEEDINGS	IS REQUIRE	ED PURSUAN	T TO
6)	CITIZENSHI	P OR PLACE OF United Stat		ΓΙΟΝ			
NUMBEI SHARES		7)	SOLE VOT	ING POWER ne			
	ICIALLY	8)		OTING POWER			
REPORT PERSON		9)	SOLE DIS	POSITIVE POWE	ER		
		10)		ISPOSITIVE PO 083,634	OWER		
11)	AGGREGATE .	AMOUNT BENEFI		NED BY EACH E	REPORTING F	PERSON	
12)	CHECK BOX	IF THE AGGREG	ATE AMOUN	Γ IN ROW (11)	EXCLUDES	CERTAIN S	HARES
13)	PERCENT OF	CLASS REPRES		AMOUNT IN ROV	W (11)		
14)	TYPE OF RE	PORTING PERSC	N IN				
				SCHEDULE 13	JD.		
CUSIP	No. 808194	104		JOHE TO	55		
1)	S.S. OR I.	PORTING PERSC R.S. IDENTIFI an B. Stark		. OF ABOVE PI	ERSON		
2)	CHECK THE	APPROPRIATE E	SOX IF A M	EMBER OF A GE		(a) [x] (b) _	
3)	SEC USE ON	LY					
4)	SOURCE OF	FUNDS		00			
5) ITEMS	CHECK BOX 2(d) OR 2(IF DISCLOSURE e)	OF LEGAL	PROCEEDINGS	IS REQUIRE	ED PURSUAN	T TO
6)	CITIZENSHI	P OR PLACE OF United Stat		IION			
		7)	SOLE VOT	ING POWER			

none

NUMBER OF

CITADE				none		
SHARE	S ICIALLY	8)	C II A D I	ED VOTING POWER		
WNED		0)	SIIAIN	1,083,634		
ACH	21					
REPOR'	TING	9)	SOLE	DISPOSITIVE POWER		
ERSO	N			none		
IITH						
		10)	SHARI	ED DISPOSITIVE POWER		
				1,083,634		
.1)	AGGREGATE AM	OUNT BENEF	'ICIALL'	Y OWNED BY EACH REPORT	ring pers	ON
,				1,083,634		
L2)	CHECK BOX IF	THE AGGRE	GATE A	MOUNT IN ROW (11) EXC		TAIN SHARES
					_	
3)	PERCENT OF C	T.ASS REPRE	SENTED	BY AMOUNT IN ROW (11)		
. 5 /	THROUNT OF C	LINDO INLLINL	DENTED	3.54%	'	
4)	TYPE OF REPO	RTING PERS	ON			
				IN		
				SCHEDULE 13D		
מדפווי	No. 80819410	1		SCHEDULE ISD		
		_				
_)	NAME OF REPO	RTING PERS	ON			
				N NO. OF ABOVE PERSON		
	Jeffre	y M. Solom	ion			
)	CHECK THE AP	PROPRIATE	BOX IF	A MEMBER OF A GROUP	(a)	[x]
.,	OHBOR THE TH	11(011(111111	D071 II	TI TIBLETT OF TI GROOT	(α)	[24]
					(b)	_
()	SEC USE ONLY					
)	SOURCE OF FU	MDS		00		
,	SOURCE OF TO	NDS		00		
5)	CHECK BOX IF	DISCLOSUR	E OF L	EGAL PROCEEDINGS IS RE	EQUIRED P	URSUANT TO
TEMS	2(d) OR 2(e)					1_1
5)	CITIZENSHIP			NIZATION		
		United Sta	Les			
		7)	SOLE	VOTING POWER		
IUMBE1	R OF	,		none		
HARE	S					
BENEF	ICIALLY	8)	SHARI	ED VOTING POWER		
WNED	BY			1,083,634		
EACH	TINC		2017	DICDOCITIVE DOMED		
REPOR' PERSOI		9)	SOLE	DISPOSITIVE POWER none		
ITH	LV			110116		
ттП						

11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

SHARED DISPOSITIVE POWER 1,083,634

10)

1,083,634

L3)	CHECK BOX IF		GATE AMOUNI	'IN ROW	(11)		ES CER	TAIN SHARES
·	PERCENT OF C	LASS REPRE				_		
14)			SENTED BY A		ROW	(11)		
	TYPE OF REPC	RTING PERS	ON					
CUSIP	No. 80819410	4		SCHEDUL	E 131)		
1)	NAME OF REPOSION.S. OR I.R. Thomas		ICATION NO.	OF ABOV	E PEI	RSON		
2)	CHECK THE AP	PROPRIATE	BOX IF A ME	MBER OF	A GR	OUP	(a)	[x]
							(b)	1_1
3)	SEC USE ONLY	•						
4)	SOURCE OF FU	INDS		00				
	CHECK BOX IF 2 (d) OR 2 (e)		E OF LEGAL	PROCEEDI	NGS :	IS REQU	IRED P	URSUANT TO
6)	CITIZENSHIP	OR PLACE O United Sta		ION				
NUMBEF SHARES		7)	SOLE VOTI					
	ICIALLY	8)	SHARED VC	TING POW 83,634	ER			
REPORT PERSON WITH		9)	SOLE DISF		POWE	₹		
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		10)	SHARED DI	SPOSITIV 83,634	E PO	VER		
11)	AGGREGATE AM	OUNT BENEF		ED BY EA 83,634	CH RI	EPORTIN	G PERS	NC
12)	CHECK BOX IF	THE AGGRE	GATE AMOUNI	'IN ROW	(11)	EXCLUDI	ES CER	TAIN SHARES
13)	PERCENT OF C	LASS REPRE	SENTED BY A		ROW	(11)		
14)	TYPE OF REPC	RTING PERS	ON IN					

SCHEDULE 13D

CUSIP No. 808194104

1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Millenco, L.P. 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 BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) (b) _ 6) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7) SOLE VOTING POWER 39,868 SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 10) SHARED DISPOSITIVE POWER 327,893 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES [_ - - - - - - - - -										
3) SEC USE ONLY 4) SOURCE OF FUNDS WC 5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) 6) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7) SOLE VOTING POWER 39,868 NUMBER OF 39,868 BENEFICIALLY 8) SHARED VOTING POWER OWNED BY 327,893 EACH 8POORTING 9) SOLE DISPOSITIVE POWER 39,868 WITH 10) SHARED DISPOSITIVE POWER 327,893 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.2%	1)	S.S. OR I.R.	S. IDENTIFI		OF ABOVE	E PERS	ON			13-3532932
3) SEC USE ONLY 4) SOURCE OF FUNDS WC 5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2 (d) OR 2 (e) 6) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7) SOLE VOTING POWER 39,868 BENEFICIALLY 8) SHARED VOTING POWER OWNED BY 327,893 EACH REPORTING PERSON WITH 10) SHARED DISPOSITIVE POWER 327,893 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.2%	2)	CHECK THE AP	PROPRIATE B	OX IF A ME	MBER OF A	A GROU	P	(a)	[x]	
4) SOURCE OF FUNDS WC 5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2 (d) OR 2 (e) 6) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7) SOLE VOTING POWER 39,868								(b)	_	
5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2 (d) OR 2 (e) 6) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7) SOLE VOTING POWER 39,868 SHARES BENEFICIALLY 8) SHARED VOTING POWER 327,893 EACH REPORTING PERSON WITH 10) SHARED DISPOSITIVE POWER 327,893 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	3)	SEC USE ONLY	7							
TITEMS 2 (d) OR 2 (e) 6) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7) SOLE VOTING POWER NUMBER OF 39,868 SHARES BENEFICIALLY 8) SHARED VOTING POWER OWNED BY 327,893 EACH REPORTING 9) SOLE DISPOSITIVE POWER PERSON 39,868 WITH 10) SHARED DISPOSITIVE POWER 327,893 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.2%	4)	SOURCE OF FU	INDS		WC					
Delaware 7) SOLE VOTING POWER NUMBER OF 39,868 SHARES BENEFICIALLY 8) SHARED VOTING POWER OWNED BY 327,893 EACH REPORTING PERSON WITH 10) SHARED DISPOSITIVE POWER 327,893 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	- /			OF LEGAL	PROCEEDIN	NGS IS	REQUIR	ED PU		NT TO
NUMBER OF SHARES BENEFICIALLY 8) SHARED VOTING POWER OWNED BY 327,893 EACH REPORTING PERSON 39,868 WITH 10) SHARED DISPOSITIVE POWER 327,893 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	6)			ORGANIZAT	ION					
SHARES BENEFICIALLY 8) SHARED VOTING POWER OWNED BY EACH REPORTING PERSON WITH 10) SHARED DISPOSITIVE POWER 327,893 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			7)	SOLE VOTI	NG POWER					
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 10) SHARED DISPOSITIVE POWER 327,893 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	NUMBE	R OF		39,	868					
OWNED BY EACH REPORTING PERSON WITH 10) SHARED DISPOSITIVE POWER 327,893 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	-	-								
EACH REPORTING PERSON WITH 10) SHARED DISPOSITIVE POWER 327,893 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			8)	-	-	ER				
REPORTING PERSON WITH 10) SHARED DISPOSITIVE POWER 327,893 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		BI		321	, 893					
PERSON WITH 10) SHARED DISPOSITIVE POWER 327,893 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		TING	9)	SOLE DISP	OSITIVE F	OWER				
10) SHARED DISPOSITIVE POWER 327,893 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.2%	PERSO:	N	,	39,	868					
327,893 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.2%	WITH									
367,761 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.2% 14) TYPE OF REPORTING PERSON			10)			E POWE	R			
13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.2% 14) TYPE OF REPORTING PERSON	11)	AGGREGATE AM	10UNT BENEFI			CH REP	ORTING I	PERSO	N	
1.2% 14) TYPE OF REPORTING PERSON	12)	CHECK BOX IF	THE AGGREG	ATE AMOUNT	IN ROW ((11) E		CERT	'AIN	SHARES
, , , , , , , , , , , , , , , , , , ,	13)	PERCENT OF C	CLASS REPRES			ROW (11)			
	14)	TYPE OF REPC	RTING PERSO		BD					

SCHEDULE 13D

CUSIP No. 808194104

1)	S.S. OR I.	EPORTING PERSO R.S. IDENTIFI ennium Manage	CATIO		BOVE PERSOI	N		13-380413
2)	CHECK THE	APPROPRIATE B	BOX IF	A MEMBER (F A GROUP	(a	ι)	[x]
						(b)	1_1
3)	SEC USE ON	1LY						
4)	SOURCE OF	FUNDS		00				
5) ITEMS	CHECK BOX 2 (d) OR 2 (IF DISCLOSURE	OF L	EGAL PROCE	EDINGS IS 1	REQUIRED	PU	RSUANT TO
6)	CITIZENSHI	IP OR PLACE OF Delaware	' ORGAI	NIZATION				
NUMBEI		7)	SOLE	VOTING POW	VER			
-	ICIALLY	8)	SHAR	ED VOTING F 327,893	POWER			
REPOR'S PERSON WITH		9)	SOLE	DISPOSITIV 39,868	E POWER			
		10)	SHAR	ED DISPOSIT 327,893	TIVE POWER			
11)	AGGREGATE	AMOUNT BENEFI	CIALL	Y OWNED BY 367,761	EACH REPO	RTING PE	RSO	N
12)	CHECK BOX	IF THE AGGREG	GATE AI	MOUNT IN RO	OW (11) EX	CLUDES C	CERT	AIN SHARES
13)	PERCENT OF	CLASS REPRES	SENTED	BY AMOUNT 1.2%	IN ROW (1	1)		
14)	TYPE OF RE	EPORTING PERSC	N	00				
CUSIP	No. 808194	1104		SCHEI	DULE 13D			
1)	S.S. OR I.	EPORTING PERSO R.S. IDENTIFI ael A. England	CATIO	N NO. OF A	BOVE PERSOI	N		
2)	CHECK THE	APPROPRIATE B	BOX IF	A MEMBER (F A GROUP	(a		[x]
3)	SEC USE ON					(b)	1_1
4)	SOURCE OF	FUNDS		00				

5) ITEMS	CHECK BOX II		OF LEGAL	PROCEEDIN	IGS IS REQU	IRED PU	JRSUAI	NT TO
6)	CITIZENSHIP	OR PLACE OF United Stat		TION				
NUMBEI SHARES		7)		ING POWER				
	ICIALLY	8)	-	OTING POWE	l'R			
REPORT PERSON		9)		POSITIVE P	OWER			
WIIII		10)		ISPOSITIVE 7,893	POWER			
11)	AGGREGATE AI	MOUNT BENEFI		NED BY EAC	H REPORTIN	G PERSO	ON	
12)	CHECK BOX II	F THE AGGREG	ATE AMOUN	T IN ROW (11) EXCLUD:	ES CERT	rain s	SHARES
13)	PERCENT OF (CLASS REPRES		AMOUNT IN 2%	ROW (11)			
14)	TYPE OF REPO	ORTING PERSO	N IN	ſ				
CUSIP	No. 80819410	04 		SCHEDULE	13D			
1)		ORTING PERSO .S. IDENTIFI apital Partn	CATION NO		PERSON			20-0133443
2)	CHECK THE A	PPROPRIATE B	OX IF A M	IEMBER OF A	GROUP	(a)	[x]	
						(b)	1_1	
3)	SEC USE ONL	Y						
4)	SOURCE OF FU	UNDS		WC				
5) ITEMS	CHECK BOX II 2(d) OR 2(e)		OF LEGAL	PROCEEDIN	IGS IS REQU	IRED PU	JRSUAI	NT TO
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANIZA	TION				
NUMBEI SHARES		7)		ING POWER				
	ICIALLY	8)		OTING POWE	IR			

EACH						
REPOR	RTING	9)	SOLE I	ISPOSITIV	E POWE	R
PERSC	N			12,500		
WITH						
		10	SHAREI	DISPOSIT	IVE PO	WER
				none		
11)	AGGREGATE A	MOUNT BEN	CFICIALLY		EACH R	EPORTING PERSON
				12,500		
12)	CHECK BOX I	F THE AGG	REGATE AMO	OUNT IN RO	W (11)	EXCLUDES CERTAIN SHARES
						1_1
13)	PERCENT OF	CLASS REP	RESENTED E	BY AMOUNT	IN ROW	(11)
				0.04%		
14)	TYPE OF REP	ORTING PE	RSON			
				PN		

SCHEDULE 13D

CUSIP No. 808194104 _____

12)

1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

		.R.S. IDENTIF			Æ PERSO	N		20-0027325
2)	CHECK THE	APPROPRIATE I	BOX IF	A MEMBER OF	A GROUP	(a)	[x]
						((b)	1_1
3)	SEC USE ON	NLY						
4)	SOURCE OF	FUNDS		00			-	
5) ITEMS	CHECK BOX 2(d) OR 2	IF DISCLOSURI	E OF LE	GAL PROCEEDI	INGS IS	REQUIRE	D PU	URSUANT TO
6)	CITIZENSH	IP OR PLACE OF Delaware	F ORGAN	IZATION				
NUMBE:		7)	SOLE	VOTING POWER	ξ			
-	ICIALLY	8)	SHARE	D VOTING POW	/ER			
REPOR' PERSON	_	9)	SOLE	DISPOSITIVE 12,500	POWER			
		10)	SHARE	D DISPOSITIV none	E POWER			
11)	AGGREGATE	AMOUNT BENEF	ICIALLY	OWNED BY EA	ACH REPO	RTING F	ERSC	N

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

1_1 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.04% 14) TYPE OF REPORTING PERSON 00 SCHEDULE 13D CUSIP No. 808194104 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Ronald Gross 2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x] (b) |_| SEC USE ONLY 3) 4) SOURCE OF FUNDS $\Omega\Omega$ CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) 6) CITIZENSHIP OR PLACE OF ORGANIZATION United States 7) SOLE VOTING POWER NUMBER OF 12,500 SHARES 8) SHARED VOTING POWER BENEFICIALLY OWNED BY none EACH REPORTING 9) SOLE DISPOSITIVE POWER 12,500 PERSON WITH 10) SHARED DISPOSITIVE POWER none 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 12,500 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 1_1 13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.04%

IN

14) TYPE OF REPORTING PERSON

SCHEDULE 13D

CUSIP No. 808194104 -----

NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON 73-1637217 D.B. Zwirn Special Opportunities Fund, L.P. 2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x] (b) |_| 3) SEC USE ONLY 4) SOURCE OF FUNDS WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) 6) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7) SOLE VOTING POWER NUMBER OF 17**,**532 SHARES 8) SHARED VOTING POWER BENEFICIALLY OWNED BY none REPORTING 9) SOLE DISPOSITIVE POWER PERSON 17,532 WITH 10) SHARED DISPOSITIVE POWER none 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 17,532 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES |_| 13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.06%

SCHEDULE 13D

CUSIP No. 808194104

NAME OF REPORTING PERSON

14) TYPE OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON D.B. Zwirn Special Opportunities Fund (TE), L.P. 20-0024165

PN

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x]

						(b)	1_1
3)	SEC USE ONLY	7					
4)	SOURCE OF FU	INDS		WC			
5) ITEMS	CHECK BOX IF 2(d) OR 2(e)		OF LEGAL	PROCEEDINGS	IS REQUI	RED PU	RSUANT TO
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANIZA	TION			
NUMBEI SHARES		7)		ING POWER			
	ICIALLY	8)	SHARED VO	OTING POWER ne			
REPORT PERSON		9)		POSITIVE POWE 532	ΞR		
		10)	SHARED D	ISPOSITIVE PO	OWER		
11)	AGGREGATE AM	MOUNT BENEFIC		NED BY EACH F	REPORTING	PERSO	N
12)	CHECK BOX IF	THE AGGREGA	ATE AMOUN	IN ROW (11)	EXCLUDE	S CERT	AIN SHARES
13)	PERCENT OF C	CLASS REPRESI		AMOUNT IN ROW			
14)	TYPE OF REPO	PERSON	N PN				
CUSIP	No. 80819410) 4 - –		SCHEDULE 13	3D		
1)		S. IDENTIFIC	CATION NO	. OF ABOVE PI nities Fund,			
2)	CHECK THE AF	PROPRIATE BO	OX IF A MI	EMBER OF A GI	ROUP	(a)	[x]
						(b)	1_1
3)	SEC USE ONLY						
4)	SOURCE OF FU	INDS		WC			
5) ITEMS	CHECK BOX IF 2 (d) OR 2 (e)		OF LEGAL	PROCEEDINGS	IS REQUI	RED PU	RSUANT TO
6)	CITIZENSHIP	OR PLACE OF	ORGANIZA	TION			

Cayman Islands

		7)	SOLE VOTING POWER
NUMBE	ER OF		105,190
SHARI	ES		
BENE	FICIALLY	8)	SHARED VOTING POWER
OWNEI) BY		none
EACH			
REPOI	RTING	9)	SOLE DISPOSITIVE POWER
PERSO	ON		105,190
WITH			
		10)	SHARED DISPOSITIVE POWER
			none
11)	AGGREGATE AN	MOUNT BENEFI	CIALLY OWNED BY EACH REPORTING PERSON
			105,190
12)	CHECK BOX I	THE AGGREG	GATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
			_
13)	PERCENT OF C	CLASS REPRES	SENTED BY AMOUNT IN ROW (11)
			0.34%
14)	TYPE OF REPO	ORTING PERSO	ON
			CO

SCHEDULE 13D

CUSIP No. 808194104

1)		.S. IDENTIF	ON TICATION NO. OF ABOVE PERSON Sportunities LLC			98-0436333
2)	CHECK THE A	PPROPRIATE	BOX IF A MEMBER OF A GROUP	(a)	[x]	
				(b)	_	
3)	SEC USE ONLY	Y				
4)	SOURCE OF FU	JNDS	WC			
5) ITEMS	CHECK BOX IE 2(d) OR 2(e)		E OF LEGAL PROCEEDINGS IS RE	QUIRED PU	JRSUAN _	Т ТО
6)	CITIZENSHIP	OR PLACE O	F ORGANIZATION ands			
NUMBE SHARE		7)	SOLE VOTING POWER 35,062			
BENEFICIALLY 8) SHARED VOTING POWER OWNED BY none EACH						
REPOR PERSO	_	9)	SOLE DISPOSITIVE POWER 35,062			

WITH		
	10) SHARED DISPOSITIVE POWER none	
11)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 35,062	
12)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHA $\mid _ \mid$	RES
13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.11%	
14)	TYPE OF REPORTING PERSON CO	
CUSIP	SCHEDULE 13D No. 808194104	
1)	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON D.B. Zwirn & Co., L.P. 02	-0597442
2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x]	
3)	SEC USE ONLY	
4)	SOURCE OF FUNDS 00	
,	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT 2(d) OR 2(e)	TO
6)	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBEI SHARE:	-,	
	CIALLY 8) SHARED VOTING POWER	
REPOR'S PERSON WITH		
	10) SHARED DISPOSITIVE POWER none	
11)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 175,316	
12)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHA $\mid _ \mid$	RES
13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	

0.57%

14)	TYPE OF REPO	ORTING PERSO	DN PN				
CUSIP	No. 80819410	04	SCHEDULE 13D				
1)	NAME OF REPO S.S. OR I.R DBZ GI	.S. IDENTIF	ON ICATION NO. OF ABOVE PERS	SON			42-1657316
2)	CHECK THE A	PPROPRIATE E	BOX IF A MEMBER OF A GROU	JP	(a)	[x]	
					(b)	1_1	
3)	SEC USE ONLY	Y					
4)	SOURCE OF FU	UNDS	00				
5) ITEMS	CHECK BOX II		E OF LEGAL PROCEEDINGS IS	S REQUIF	RED P	JRSUA	NT TO
6)	CITIZENSHIP	OR PLACE OF Delaware	F ORGANIZATION				
		7)	SOLE VOTING POWER				
NUMBE SHARE			175,316				
BENEF OWNED	ICIALLY	8)	SHARED VOTING POWER none				
EACH REPOR PERSO WITH	-	9)	SOLE DISPOSITIVE POWER 175,316				
		10)	SHARED DISPOSITIVE POWE	ER			
11)	AGGREGATE AN	MOUNT BENEF	ICIALLY OWNED BY EACH REF 175,316	PORTING	PERS	ON	
12)	CHECK BOX II	F THE AGGREC	GATE AMOUNT IN ROW (11) E	EXCLUDES	CER	TAIN	SHARES
13)	PERCENT OF (CLASS REPRES	SENTED BY AMOUNT IN ROW ((11)			
14)	TYPE OF REPO	ORTING PERSO	 ON				

SCHEDULE 13D

CUSIP	No.	8081	94104

1)	NAME OF REPO S.S. OR I.R. Zwirn		CATION NO	. OF ABOVE P	ERSON			30-008044
2)	CHECK THE AP	PROPRIATE B	OX IF A MI	EMBER OF A G	ROUP	(a)	[x]	
						(b)	_	
3)	SEC USE ONLY							
4)	SOURCE OF FU	NDS		00				
5) ITEMS	CHECK BOX IF 2(d) OR 2(e)	DISCLOSURE	OF LEGAL	PROCEEDINGS	IS REQUI	RED PI	JRSUAN	T TO
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANIZA'	TION				
NUMBE:		7)		ING POWER 5,316				
-	ICIALLY	8)	SHARED VO	OTING POWER				
REPOR PERSO		9)		POSITIVE POW 5,316	ER			
WIII		10)	SHARED D	ISPOSITIVE P ne	OWER			
11)	AGGREGATE AM	OUNT BENEFI		NED BY EACH 5,316	REPORTING	PERSO	ON	
12)	CHECK BOX IF	THE AGGREG.	ATE AMOUN	Γ IN ROW (11) EXCLUDE	S CER	TAIN S	HARES
13)	PERCENT OF C	LASS REPRES		AMOUNT IN RO	W (11)			
14)	TYPE OF REPO	RTING PERSO	N OO					

SCHEDULE 13D

CUSIP No. 808194104

1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Daniel B. Zwirn

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

(a) [x]

(b) |_|

3)	SEC USE ONLY	ď	
4)	SOURCE OF FU	JNDS	00
5) ITEMS	CHECK BOX II 2(d) OR 2(e)		OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
6)	CITIZENSHIP	OR PLACE OF United State	ORGANIZATION es
NUMBEI		7)	SOLE VOTING POWER 175,316
BENEF: OWNED EACH	ICIALLY BY	8)	SHARED VOTING POWER none
REPOR' PERSOI WITH		9)	SOLE DISPOSITIVE POWER 175,316
		10)	SHARED DISPOSITIVE POWER none
11)	AGGREGATE AN	MOUNT BENEFIC	CIALLY OWNED BY EACH REPORTING PERSON 175,316
12)	CHECK BOX II	THE AGGREGA	ATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
13)	PERCENT OF (CLASS REPRESI	ENTED BY AMOUNT IN ROW (11) 0.57%
14)	TYPE OF REPO	ORTING PERSON	N IN

This Amendment No. 3 amends and supplements the Schedule 13D filed with the Securities and Exchange Commission (the "SEC") on June 6, 2005, as amended by that certain Amendment No. 1 filed on July 1, 2005 and that certain Amendment No. 2 filed on August 3, 2005 (together, the "Statement") by and on behalf of Barington Companies Equity Partners, L.P. ("Barington") and others with respect to the common stock, par value \$1.00 per share (the "Common Stock"), of A. Schulman, Inc., a Delaware corporation (the "Company"). The principal executive offices of the Company are located at 3550 West Market Street, Akron, Ohio 44333.

Item 2. Identity and Background.

The second paragraph of Item 2(a)-(c) of the Statement is hereby amended and restated as follows:

As of the date of this filing, the Reporting Entities are the beneficial owners of, in the aggregate, 2,332,185 shares of Common Stock, representing approximately 7.62% of the shares of Common Stock presently outstanding.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 of the Statement is hereby amended and supplemented as follows:

Since the filing of the Statement, the Reporting Entities purchased an aggregate of 404,797 shares of Common Stock. The amount of funds expended for such purchases was approximately \$375,491.02 by Barington Companies Equity Partners, L.P., \$2,232,171.37 by Barington Companies Offshore Fund Ltd. (BVI), \$297,093.38 by Parche, LLC, \$1,559,642.56 by Starboard Value & Opportunity Fund, LLC, \$592,463.48 by HCM/Z Special Opportunities LLC, \$296,048.97 by D.B. Zwirn Special Opportunities Fund, L.P., \$1,777,631.72 by D.B. Zwirn Special Opportunities Fund, Ltd. and \$296,273.42 by D.B. Zwirn Special Opportunities Fund, Ltd. and \$296,273.42 by D.B. Zwirn Special Opportunities Fund, L.P.

All purchases of Common Stock by the Reporting Entities were made in open market transactions. All transactions effected since the filing of the Statement are described in the Schedule attached hereto. All such purchases of Common Stock were funded by working capital, which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business.

Item 5. Interest in Securities of the Issuer.

Items 5(a) and 5(b) of the Statement are hereby amended and restated as follows:

(a) As of the date hereof, Barington Companies Equity Partners, L.P. beneficially owns an aggregate of 428,350 shares of Common Stock, representing approximately 1.4% of the shares of Common Stock presently outstanding based upon the 30,605,296 shares of Common Stock reported by the Company to be issued and outstanding as of June 30, 2005 in its Form 10-Q filed with the Securities and Exchange Commission on July 11, 2005 (the "Issued and Outstanding Shares"). As the general partner of Barington Companies Equity Partners, L.P., Barington Companies Investors, LLC may be deemed to beneficially own the 428,350 shares of Common Stock owned by Barington Companies Equity Partners, L.P.

As of the date hereof, Barington Companies Offshore Fund, Ltd. (BVI) beneficially owns 264,624 shares of Common Stock, constituting approximately 0.86% of the Issued and Outstanding Shares. As of the date hereof, Barington Companies Advisors, LLC beneficially owns 327,893 shares of Common Stock, which shares are held in a managed account as further described in Item 6 of the Statement. As the investment advisor to Barington Companies Offshore Fund, Ltd. (BVI), Barington Companies Advisors, LLC may also be deemed to beneficially own the 264,624 shares of Common Stock owned by Barington Companies Offshore Fund, Ltd. (BVI), representing an aggregate of 592,517 shares, constituting approximately 1.94% of the Issued and Outstanding Shares. As the Managing Member of Barington Companies Advisors, LLC, Barington Capital Group, L.P. may be deemed to beneficially own the 327,893 shares of Common Stock beneficially owned by Barington Companies Advisors, LLC and the 264,624 shares of Common Stock owned by Barington Companies Offshore Fund, Ltd. (BVI). As the majority member of Barington Companies Investors, LLC, Barington Capital Group, L.P. may also be deemed to beneficially own the 428,350 shares of Common Stock owned by Barington Companies Equity Partners, L.P., representing an aggregate of 1,020,867 shares, constituting approximately 3.34% of the Issued and Outstanding Shares. As the general partner of Barington Capital Group, L.P., LNA Capital Corp. may be deemed to beneficially own the 428,350 shares owned by Barington Companies Equity Partners, L.P., the 327,893 shares of Common Stock beneficially owned by Barington Companies Advisors, LLC and the 264,624 shares owned by Barington Companies Offshore Fund, Ltd. (BVI), representing an aggregate of 1,020,867 shares, constituting approximately 3.34% of the Issued and Outstanding Shares. As the sole stockholder and director of LNA Capital Corp., Mr. Mitarotonda may

be deemed to beneficially own the 428,350 shares owned by Barington Companies Equity Partners, L.P., the 327,893 shares of Common Stock beneficially owned by Barington Companies Advisors, LLC and the 264,624 shares owned by Barington Companies Offshore Fund, Ltd. (BVI), representing an aggregate of 1,020,867 shares, constituting approximately 3.34% of the Issued and Outstanding Shares. Mr. Mitarotonda has sole voting and dispositive power with respect to the 428,350 shares owned by Barington Companies Equity Partners, L.P. and the 264,624 shares owned by Barington Companies Offshore Fund, Ltd. (BVI) and shared voting and dispositive power with respect to the 327,893 shares of Common Stock beneficially owned by Barington Companies Advisors, LLC by virtue of his authority to vote and dispose of such shares. Mr. Mitarotonda disclaims beneficial ownership of any such shares except to the extent of his pecuniary interest therein.

As of the date hereof, each of Parche, LLC and Starboard Value & Opportunity Fund, LLC beneficially own 173,376 shares and 910,258 shares of Common Stock, respectively, constituting approximately 0.57% and 2.97%, respectively, of the Issued and Outstanding Shares. As the Managing Member of each of Parche, LLC and Starboard Value & Opportunity Fund, LLC, Admiral Advisors, LLC may be deemed to beneficially own the 173,376 shares and the 910,258 shares of Common Stock owned by Parche, LLC and Starboard Value & Opportunity Fund, LLC, respectively, representing an aggregate of 1,083,634 shares, constituting approximately 3.54% of the Issued and Outstanding Shares. As the sole member of Admiral Advisors, LLC, Ramius Capital Group, LLC may be deemed to beneficially own the 173,376 shares and the 910,258 shares of Common Stock owned by Parche, LLC and Starboard Value & Opportunity Fund, LLC, respectively, representing an aggregate of 1,083,634 shares, constituting approximately 3.54% of the Issued and Outstanding Shares. As the Managing Member of Ramius Capital Group, LLC, C4S & Co., LLC may be deemed to beneficially own the 173,376 shares and the 910,258 shares of Common Stock owned by Parche, LLC and Starboard Value & Opportunity Fund, LLC, respectively, representing an aggregate of 1,083,634 shares, constituting approximately 3.54% of the Issued and Outstanding Shares. As the Managing Members of C4S & Co., LLC, each of Peter A. Cohen, Morgan B. Stark, Jeffrey M. Solomon and Thomas W. Strauss may be deemed to beneficially own the 173,376

shares and the 910,258 shares of Common Stock owned by Parche, LLC and Starboard Value & Opportunity Fund, LLC, respectively, representing an aggregate of 1,083,634 shares, constituting approximately 3.54% of the Issued and Outstanding Shares. Each of Messrs. Cohen, Stark, Solomon and Strauss share voting and dispositive power with respect to the 173,376 shares and the 910,258 shares owned by Parche, LLC and Starboard Value & Opportunity Fund, LLC, respectively, by virtue of their shared authority to vote and dispose of such shares. Messrs. Cohen, Stark, Solomon & Strauss disclaim beneficial ownership of such shares.

As of the date hereof, Millenco, L.P. may be deemed to beneficially own an aggregate of 367,761 shares of Common Stock, representing approximately 1.2% of the Issued and Outstanding Shares, 327,893 shares of which are held in a managed account as further described in Item 6 and 39,868 shares of which are owned by Millenco, L.P.

As the general partner of Millenco, L.P., Millennium Management, L.L.C. may be deemed to beneficially own the 367,761 shares of Common Stock which may be deemed to be beneficially owned by Millenco, L.P. As the Managing Member of Millennium Management, L.L.C., which in turn is the general partner of Millenco, L.P., Mr. Englander may be deemed to beneficially own the 367,761 shares of Common Stock which may be deemed to be beneficially owned by Millenco, L.P., constituting approximately 1.2% of the Issued and Outstanding Shares. Each of Millennium Management L.L.C. and Mr. Englander disclaims beneficial ownership of

any such shares except to the extent of its or his respective pecuniary interest therein.

As of the date hereof, RJG Capital Partners, L.P. beneficially owns 12,500 shares of Common Stock, constituting approximately 0.04% of the Issued and Outstanding Shares. As the general partner of RJG Capital Partners, L.P., RJG Capital Management, LLC may be deemed to beneficially own the 12,500 shares owned by RJG Capital Partners, L.P., constituting approximately 0.04% of the Issued and Outstanding Shares. As the managing member of RJG Capital Management, LLC, which in turn is the general partner of RJG Capital Partners, L.P., Mr. Gross may be deemed to beneficially own the 12,500 shares owned by RJG Capital Partners, L.P., constituting approximately 0.04% of the Issued and Outstanding Shares. Mr. Gross has sole voting and dispositive power with respect to the 12,500 shares owned by RJG Capital Partners, L.P. by virtue of his authority to vote and dispose of such shares. Mr. Gross disclaims beneficial ownership of any such shares except to the extent of his pecuniary interest therein.

As of the date hereof, each of D.B. Zwirn Special Opportunities Fund, L.P. and D.B. Zwirn Special Opportunities Fund (TE), L.P. beneficially own 17,532 shares and 17,532 shares of Common Stock, respectively, constituting approximately 0.06% and 0.06%, respectively, of the Issued and Outstanding Shares. As of the date hereof, each of D.B. Zwirn Special Opportunities Fund, Ltd. and HCM/Z Special Opportunities LLC beneficially own 105,190 shares and 35,062 shares of Common Stock, respectively, constituting approximately 0.34% and 0.11%, respectively, of the Issued and Outstanding Shares.

As the manager of D.B. Zwirn Special Opportunities Fund, L.P., D.B. Zwirn Special Opportunities Fund (TE), L.P., D.B. Zwirn Special Opportunities Fund, Ltd. and HCM/Z Special Opportunities LLC, D.B. Zwirn & Co., L.P. may be deemed to beneficially own the 17,532 shares of Common Stock beneficially owned by D.B. Zwirn Special Opportunities Fund, L.P., the 17,532 shares of Common Stock beneficially owned by D.B. Zwirn Special Opportunities Fund (TE), L.P., the 105,190 shares of Common Stock beneficially owned by D.B. Zwirn Special Opportunities Fund, Ltd. and the 35,062 shares of Common Stock beneficially owned by HCM/Z Special Opportunities LLC, representing an aggregate of 175,316 shares, constituting approximately 0.57% of the Issued and Outstanding Shares. As general partner of D.B. Zwirn & Co., L.P., DBZ GP, LLC may be deemed to beneficially own the 17,532 shares of Common Stock beneficially owned by D.B. Zwirn Special Opportunities Fund, L.P., the 17,532 shares of Common Stock beneficially owned by D.B. Zwirn Special Opportunities Fund (TE), L.P., the 105,190 shares of Common Stock beneficially owned by D.B. Zwirn Special Opportunities Fund, Ltd. and the 35,062 shares of Common Stock beneficially owned by HCM/Z Special Opportunities LLC, representing an aggregate of 175,316 shares, constituting approximately 0.57% of the Issued and Outstanding Shares. As the managing member of DBZ GP, LLC, Zwirn Holdings, LLC may be deemed to beneficially own the 17,532 shares of Common Stock beneficially owned by D.B. Zwirn Special Opportunities Fund, L.P., the 17,532 shares of Common Stock beneficially owned by D.B. Zwirn Special Opportunities Fund (TE), L.P., the 105,190 shares of Common Stock beneficially owned by D.B. Zwirn Special Opportunities Fund, Ltd. and the 35,062 shares of Common Stock beneficially owned by HCM/Z Special Opportunities LLC, representing an aggregate of 175,316 shares, constituting approximately 0.57% of the Issued and Outstanding Shares. As the managing member of Zwirn Holdings, LLC, Daniel B. Zwirn may be deemed to beneficially own the 17,532 shares of Common Stock beneficially owned by D.B. Zwirn Special Opportunities Fund, L.P., the 17,532 shares of Common Stock beneficially owned by D.B. Zwirn Special Opportunities Fund (TE), L.P., the 105,190 shares of Common Stock beneficially owned by D.B. Zwirn Special Opportunities Fund, Ltd. and the 35,062 shares of Common Stock beneficially owned by HCM/Z Special Opportunities LLC, representing an aggregate of 175,316 shares, constituting approximately 0.57% of the Issued and Outstanding Shares.

 ${\tt Mr.}$ Zwirn disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

The Reporting Entities do not believe that certain of the foregoing information is called for by the Items of Schedule 13D and are disclosing it for supplemental informational purposes only. Information with respect to each of the Reporting Entities is given solely by such Reporting Entity and no Reporting Entity shall have responsibility for the accuracy or completeness of information supplied by another Reporting Entity.

- (b) Each of the Reporting Entities may be deemed to have sole voting and dispositive power over the shares of Common Stock reported as beneficially owned by such person by virtue of their respective positions as described in paragraph (a), except for the following persons:
 - (1) Messrs. Cohen, Stark, Solomon and Strauss have shared authority to vote and dispose of the shares reported as beneficially owned by them. Messrs. Cohen, Stark, Solomon and Strauss disclaim beneficial ownership of such shares.
 - Qursuant to an account management agreement between Millennium Operations, LLC and Barington Companies Advisors, LLC (the "Management Agreement"), Barington Companies Advisors, LLC manages an investment account on behalf of Millenco, L.P. The 327,893 shares of Common Stock purchased in that managed account on behalf of Millenco, L.P. have been reported herein as being beneficially owned by Barington Companies Advisors, LLC, Barington Capital Group, L.P., LNA Capital Corp. and James Mitarotonda and may also be deemed to be beneficially owned by Millenco, L.P., Millennium Management, L.L.C. and Israel Englander. Each such Reporting Entity has shared voting and dispositive power with respect to such shares.

Except as set forth above, each of the other Reporting Entities may be deemed to have sole voting and dispositive power with respect to the shares each reports as beneficially owned by such person, regardless of the fact that multiple Reporting Entities within the same chain of ownership report sole voting and dispositive power with respect to such shares. Each such Reporting Entity reports sole voting and dispositive power with respect to such shares based on such person's relationship to the other Reporting Entities within the same chain of ownership. Except to the extent expressly stated herein, each Reporting Entity disclaims beneficial ownership of any shares of Common Stock beneficially owned by any other Reporting Entity.

SIGNATURES

After reasonable inquiry and to the best knowledge and belief of the undersigned, the undersigned certify that the information set forth in this Statement is true, complete and correct.

Dated: August 24, 2005

BARINGTON COMPANIES EQUITY PARTNERS, L.P. By: Barington Companies Investors, LLC, its general partner

By: /s/ James A. Mitarotonda

Name: James A. Mitarotonda Title: Managing Member

BARINGTON COMPANIES INVESTORS, LLC

By: /s/ James A. Mitarotonda _____

Name: James A. Mitarotonda Title: Managing Member

/s/ James A. Mitarotonda James A. Mitarotonda

BARINGTON COMPANIES OFFSHORE FUND, LTD. (BVI)

By: /s/ James A. Mitarotonda

Name: James A. Mitarotonda

Title: President

BARINGTON COMPANIES ADVISORS, LLC

By: /s/ James A. Mitarotonda

Name: James A. Mitarotonda Title: Authorized Signatory

BARINGTON CAPITAL GROUP, L.P.

By: LNA Capital Corp., its general partner

By: /s/ James A. Mitarotonda

Name: James A. Mitarotonda Title: President and CEO

LNA CAPITAL CORP.

By: /s/ James A. Mitarotonda

Name: James A. Mitarotonda Title: President and CEO

PARCHE, LLC

By: Admiral Advisors, LLC, its managing

member

By: /s/ Jeffrey M. Solomon

Name: Jeffrey M. Solomon Title: Authorized Signatory

STARBOARD VALUE & OPPORTUNITY FUND, LLC By: Admiral Advisors, LLC, its managing

member

By: /s/ Jeffrey M. Solomon

Name: Jeffrey M. Solomon
Title: Authorized Signatory

ADMIRAL ADVISORS, LLC

By: Ramius Capital Group, LLC, its

sole member

By: /s/ Jeffrey M. Solomon

Name: Jeffrey M. Solomon
Title: Authorized Signatory

RAMIUS CAPITAL GROUP, LLC

By: C4S & Co., LLC, its Managing Member

By: /s/ Jeffrey M. Solomon

Name: Jeffrey M. Solomon Title: Managing Member

C4S & CO., LLC

By: /s/ Jeffrey M. Solomon

Name: Jeffrey M. Solomon Title: Managing Member

/s/ Jeffrey M. Solomon _____ Jeffrey M. Solomon, individually and as attorney-in-fact for Peter A. Cohen, Morgan B. Stark, and Thomas W. Strauss MILLENCO, L.P. By: Millennium Management, L.L.C., its general partner By: /s/ David Nolan Name: David Nolan Title: Executive Vice President MILLENIUM MANAGEMENT, L.L.C. By: /s/ David Nolan Name: David Nolan Title: Executive Vice President /s/ Israel A. Englander by Simon M. Lorne pursuant to Power of Attorney previously filed with the SEC _____ Israel A. Englander RJG CAPITAL PARTNERS, L.P. By: RJG Capital Management, LLC, its general partner By: /s/ Ronald J. Gross Name: Ronald J. Gross Title: Managing Member RJG CAPITAL MANAGEMENT, LLC By: /s/ Ronald J. Gross _____ Name: Ronald J. Gross Title: Managing Member /s/ Ronald J. Gross Ronald J. Gross D.B. ZWIRN SPECIAL OPPORTUNITIES FUND, L.P. By: D.B. ZWIRN PARTNERS, LLC,

its general partner

BY: ZWIRN HOLDINGS, LLC, its managing member

By: /s/ Daniel B. Zwirn

Name: Daniel B. Zwirn

Title: Managing Member

D.B. ZWIRN SPECIAL OPPORTUNITIES FUND (TE), L.P.

By: D.B. ZWIRN PARTNERS, LLC, its general partner

BY: ZWIRN HOLDINGS, LLC, its managing member

By: /s/ Daniel B. Zwirn

Name: Daniel B. Zwirn Title: Managing Member

D.B. ZWIRN SPECIAL OPPORTUNITIES FUND, LTD.

By: D.B. Zwirn & Co., L.P., its manager

By: DBZ GP, LLC, its general partner

By: Zwirn Holdings, LLC, its managing member

By: /s/ Daniel B. Zwirn

Name: Daniel B. Zwirn Title: Managing Member

HCM/Z SPECIAL OPPORTUNITIES LLC

By: D.B. Zwirn & Co., L.P., its manager

By: DBZ GP, LLC, its general partner

By: Zwirn Holdings, LLC, its managing member

By: /s/ Daniel B. Zwirn

Name: Daniel B. Zwirn Title: Managing Member

D.B. ZWIRN & CO., L.P.

By: DBZ GP, LLC, its general partner

By: Zwirn Holdings, LLC, its managing member

By: /s/ Daniel B. Zwirn

Name: Daniel B. Zwirn Title: Managing Member

DBZ GP, LLC

By: Zwirn Holdings, LLC, its managing member $\,$

By: /s/ Daniel B. Zwirn

Name: Daniel B. Zwirn Title: Managing Member

ZWIRN HOLDINGS, LLC

By: /s/ Daniel B. Zwirn

Name: Daniel B. Zwirn Title: Managing Member

/s/ Daniel B. Zwirn

Daniel B. Zwirn

SCHEDULE

This schedule sets forth information with respect to each purchase of Common Stock which was effectuated by a Reporting Entity since the filing of the Statement. All transactions were effectuated in the open market through a broker.

Shares purchased by Barington Companies Equity Partners, L.P.

	Number of		
Date	Shares	Price Per Share	Cost(1)
8/3/2005	1,525	\$19.094	\$29,118.35
8/3/2005	3,212	\$19.063	\$61,230.36
8/4/2005	8,754	\$19.014	\$166,448.56

8/4/2005 6,250 \$18.991 \$118,693.75

(1) Excludes commissions and other execution-related costs.

Shares purchased by Barington Companies Offshore Fund, Ltd.

	Number of		
Date	Shares	Price Per Share	Cost(2)
8/3/2005	3,050	\$19.094	\$58,236.70
8/3/2005	6,424	\$19.063	\$122,460.71
8/4/2005	17 , 506	\$19.014	\$332,859.08
8/4/2005	12,500	\$18.991	\$237,387.50
8/5/2005	13,750	\$18.811	\$258,651.25
8/8/2005	1,250	\$18.800	\$23,500.00
8/9/2005	625	\$18.800	\$11,750.00
8/10/2005	544	\$18.463	\$10,043.87
8/11/2005	475	\$18.600	\$8,835.00
8/12/2005	10,000	\$18.381	\$183,810.00
8/15/2005	8,002	\$18.237	\$145,932.47
8/16/2005	4,251	\$18.135	\$77 , 091.89
8/17/2005	822	\$18.227	\$14,982.59
8/18/2005	7,178	\$18.052	\$129,577.26
8/19/2005	2,500	\$17.979	\$44,947.50
8/22/2005	5 , 825	\$17.900	\$104,267.50
8/22/2005	5,162	\$17.650	\$91,109.30
8/23/2005	3 , 750	\$17.994	\$67,477.50
8/23/2005	17,325	\$17.850	\$309,251.25

⁽²⁾ Excludes commissions and other execution-related costs.

Shares purchased by Parche, LLC

	Number of		
Date	Shares	Price Per Share	Cost(3)
8/3/2005	244	\$19.094	\$4 , 658.94
8/3/2005	514	\$19.063	\$9,798.38
8/4/2005	1,401	\$19.014	\$26,638.61
8/4/2005	1,000	\$18.991	\$18,991.00
8/5/2005	2,200	\$18.811	\$41,384.20
8/8/2005	200	\$18.800	\$3,760.00
8/9/2005	100	\$18.800	\$1,880.00
8/10/2005	87	\$18.463	\$1,606.28
8/11/2005	76	\$18.600	\$1,413.60
8/12/2005	1,600	\$18.381	\$29,409.60
8/15/2005	1,280	\$18.237	\$23,343.36
8/16/2005	680	\$18.135	\$12,331.80
8/17/2005	132	\$18.227	\$2,405.96
8/18/2005	1,149	\$18.052	\$20,741.75
8/19/2005	400	\$17.979	\$7 , 191.60
8/22/2005	932	\$17.900	\$16,682.80
8/22/2005	826	\$17.650	\$14,578.90

8/23/2005	600	\$17.994	\$10,796.40
8/23/2005	2,772	\$17.850	\$49,480.20

(3) Excludes commissions and other execution-related costs.

Shares purchased by Starboard Value & Opportunity Fund, LLC

	Number of		
Date	Shares	Price Per Share	Cost(4)
8/3/2005	1,281	\$19.094	\$24,459.41
8/3/2005	2,698	\$19.063	\$51,431.97
8/4/2005	7,353	\$19.014	\$139,809.94
8/4/2005	5,250	\$18.991	\$99,702.75
8/5/2005	11,550	\$18.811	\$217,267.05
8/8/2005	1,050	\$18.800	\$19,740.00
8/9/2005	525	\$18.800	\$9,870.00
8/10/2005	457	\$18.463	\$8,437.59
8/11/2005	399	\$18.600	\$7,421.40
8/12/2005	8,400	\$18.381	\$154,400.40
8/15/2005	6,721	\$18.237	\$122,570.88
8/16/2005	3 , 570	\$18.135	\$64,741.95
8/17/2005	691	\$18.227	\$12,594.86
8/18/2005	6,030	\$18.052	\$108,853.56
8/19/2005	2,100	\$17.979	\$37,755.90
8/22/2005	4,893	\$17.900	\$87,584.70
8/22/2005	4,337	\$17.650	\$76 , 548.05
8/23/2005	3,150	\$17.994	\$56,681.10
8/23/2005	14,553	\$17.850	\$259,771.05

Shares purchased by $\operatorname{HCM}/\operatorname{Z}$ Special Opportunities LLC

	Number of		
Date	Shares	Price Per Share	Cost(5)
8/5/2005	5,500	\$18.811	\$103,460.50
8/8/2005	500	\$18.800	\$9,400.00
8/9/2005	250	\$18.800	\$4,700.00
8/10/2005	217	\$18.463	\$4,006.47
8/11/2005	189	\$18.600	\$3,515.40
8/12/2005	3 , 999	\$18.381	\$73,505.62
8/15/2005	3,200	\$18.237	\$58,358.40
8/16/2005	1,699	\$18.135	\$30,811.37
8/17/2005	328	\$18.227	\$5,978.46
8/18/2005	2,870	\$18.052	\$51,809.24
8/19/2005	999	\$17.979	\$17,961.02
8/22/2005	2,213	\$17.900	\$39,612.70
8/22/2005	1,961	\$17.650	\$34,611.65
8/23/2005	1,425	\$17.994	\$25,641.45
8/23/2005	7,232	\$17.850	\$129,091.20

⁽⁵⁾ Excludes commissions and other execution-related costs.

⁽⁴⁾ Excludes commissions and other execution-related costs.

Shares purchased by D.B. Zwirn Special Opportunities Fund, L.P.

	Number of		
Date	Shares	Price Per Share	Cost(6)
8/5/2005	2,750	\$18.811	\$51 , 730.25
8/8/2005	250	\$18.800	\$4,700.00
8/9/2005	125	\$18.800	\$2,350.00
8/10/2005	108	\$18.463	\$1,994.00
8/11/2005	94	\$18.600	\$1,748.40
8/12/2005	1,999	\$18.381	\$36,743.62
8/15/2005	1,599	\$18.237	\$29,160.96
8/16/2005	849	\$18.135	\$15,396.62
8/17/2005	164	\$18.227	\$2,989.23
8/18/2005	1,434	\$18.052	\$25,886.57
8/19/2005	498	\$17.979	\$8,953.54
8/22/2005	2,913	\$17.900	\$52,142.70
8/22/2005	2,581	\$17.650	\$45,554.65
8/23/2005	928	\$17.994	\$16,698.43

⁽⁶⁾ Excludes commissions and other execution-related costs.

Shares purchased by D.B. Zwirn Special Opportunities Fund, Ltd.

	Number of		
Date	Shares	Price Per Share	Cost(7)
8/5/2005	16,500	\$18.811	\$310,381.50
8/8/2005	1,500	\$18.800	\$28,200.00
8/9/2005	750	\$18.800	\$14,100.00
8/10/2005	652	\$18.463	\$12,037.88
8/11/2005	569	\$18.600	\$10,583.40
8/12/2005	11,999	\$18.381	\$220,553.62
8/15/2005	9,601	\$18.237	\$175,093.44
8/16/2005	5,100	\$18.135	\$92,488.50
8/17/2005	986	\$18.227	\$17,971.82
8/18/2005	8,612	\$18.052	\$155,463.82
8/19/2005	2,999	\$17.979	\$53,919.02
8/22/2005	5,825	\$17.900	\$104,267.50
8/22/2005	5,163	\$17.650	\$91,126.95
8/23/2005	4,697	\$17.994	\$84,517.82
8/23/2005	22,797	\$17.850	\$406,926.45

⁽⁷⁾ Excludes commissions and other execution-related costs.

Shares purchased by D.B. Zwirn Special Opportunities Fund (TE), L.P.

Date	Number of Shares	Price Per Share	Cost(8)
8/5/2005	2,750	\$18.811	\$51,730.25
8/8/2005	250	\$18.800	\$4,700.00
8/9/2005	125	\$18.800	\$2,350.00
8/10/2005	110	\$18.463	\$2,030.93

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8/11/2005	98	\$18.600	\$1,822.80
8/12/2005	2,003	\$18.381	\$36,817.14
8/15/2005	1,603	\$18.237	\$29,233.91
8/16/2005	853	\$18.135	\$15,469.16
8/17/2005	166	\$18.227	\$3,025.68
8/18/2005	1,440	\$18.052	\$25,994.88
8/19/2005	504	\$17.979	\$9,061.42
8/22/2005	699	\$17.900	\$12,512.10
8/22/2005	620	\$17.650	\$10,943.00
8/23/2005	450	\$17.994	\$8,097.30
8/23/2005	4,621	\$17.850	\$82,484.85

⁽⁸⁾ Excludes commissions and other execution-related costs.