The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 FORM 13F

FORM 13F COVER PAGE

OMB APPROVAL

OMB Number: 3235-0006 Expires: July 31, 2015

Estimated average burden hours per response: 23.8

port is
e 5.

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

x 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager: [If there are no entries in this list, omit this section.]

Form 13F File Name

28-5194 New England Asset Management Inc

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 14
Form 13F Information Table Entry Total: 171
Form 13F Information Table Value Total: 242,050,717
(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Form 13F File Number	Name
1	28-2226	Berkshire Hathaway Homestate Insurance Co.
2	28-5678	Berkshire Hathaway Life Insurance Co of Nebraska
3	28-14389	BH Finance LLC
4	28-554	Buffett Warren E
5	28-1517	Columbia Insurance Co
6	28-06102	Cypress Insurance Co
7	28-11217	Fechheimer Brothers Co
8	28-852	GEICO Corp
9	28-12941	Medical Protective Corp
10	28-1066	National Fire & Marine Insurance Co
11	28-718	National Indemnity Co
12	28-5006	National Liability & Fire Insurance Co
13	28-11222	Nebraska Furniture Mart
14	28-12947	U.S. Investment Corp

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 **FORM 13F**

FORM 13F INFORMATION TABLE

OMB APPROVAL

OMB Number: 3235-0006 Expires: July 31, 2015

23.8

Estimated average burden hours per response:

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	((C) L HVIN 5		COLUMN 6	COLUMN 7	COLUMN 8		
			VALUE	SHRS OR	SH/ PU	7/ INVESTMENT	OTHER	VOTING	G AUTHORITY	Ý
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(x\$1000)	PRN AMT	PRN CAI	L DISCRETION	MANAGER	SOLE	SHARED N	ONE
AMAZON COM INC	COM	023135106	782,560	423,500	SH	DFND	4	423,500	0	0
AMAZON COM INC	COM	023135106	210,284	113,800	SH	DFND	4,8,11	113,800	0	0
AMERICAN AIRLS GROUP INC	COM	02376R102	594,881	20,742,000	SH	DFND	4	20,742,000	0	0
AMERICAN AIRLS GROUP INC	COM	02376R102	624,019	21,758,000	SH	DFND	4,8,11	21,758,000	0	0
AMERICAN EXPRESS CO	COM	025816109	243,022	1,952,142	SH	DFND	4	1,952,142	0	0
AMERICAN EXPRESS CO	COM	025816109	2,144,390	17,225,400	SH	DFND	4,5	17,225,400	0	0
AMERICAN EXPRESS CO	COM	025816109	104,551	839,832	SH	DFND	4,7	839,832	0	0
AMERICAN EXPRESS CO	COM	025816109	256,088	2,057,100	SH	DFND	4,8,11	2,057,100	0	0
AMERICAN EXPRESS CO	COM	025816109	995,252	7,994,634	SH	DFND	4,10	7,994,634	0	0
AMERICAN EXPRESS CO	COM	025816109	14,956,463	120,141,879	SH	DFND	4,11	120,141,879	0	0
AMERICAN EXPRESS CO	COM	025816109	174,250	1,399,713	SH	DFND	4,13	1,399,713	0	0
APPLE INC	COM	037833100	50,801	173,000	SH	DFND	4	173,000	0	0
APPLE INC	COM	037833100	281,904	960,000	SH	DFND	1,2,4,11	960,000	0	0
APPLE INC	COM	037833100	1,780,987	6,065,000	SH	DFND	2,4,11	6,065,000	0	0
APPLE INC	COM	037833100	5,043,382	17,174,807	SH	DFND	4,5	17,174,807	0	0
APPLE INC	COM	037833100	199,976	681,000	SH	DFND	4,6	681,000	0	0
APPLE INC	COM	037833100	4,518,025	15,385,747	SH	DFND	4,8,11	15,385,747	0	0
APPLE INC	COM	037833100	892,109	3,038,000	SH	DFND	4,5,9	3,038,000	0	0
APPLE INC	COM	037833100	3,511,467	11,958,000	SH	DFND	4,10	11,958,000	0	0
APPLE INC	COM	037833100	55,234,981	188,098,012	SH	DFND	4,11	188,098,012	0	0
APPLE INC	COM	037833100	199,095	678,000	SH	DFND	4,12	678,000	0	0
APPLE INC	COM	037833100	277,206	944,000	SH	DFND	4,14	944,000	0	0
BANK AMER CORP	COM	060505104	138,062	3,920,000	SH	DFND	4	3,920,000	0	0
BANK AMER CORP	COM	060505104	419,118	11,900,000	SH	DFND	1,2,4,11	11,900,000	0	0

BANK AMER CORP	COM	060505104	292,590	8,307,500	SH	DFND	2,4,11	8,307,500	0	0
BANK AMER CORP	COM	060505104	4,930,800	140,000,000	SH	DFND	3,4,5	140,000,000	0	0
BANK AMER CORP	COM	060505104	1,078,718	30,628,000	SH	DFND	4,5	30,628,000	0	0
BANK AMER CORP	COM	060505104	73,962	2,100,000	SH	DFND	4,6	2,100,000	0	0
BANK AMER CORP	COM	060505104	10,980,892	311,780,000	SH	DFND	4,8,11	311,780,000	0	0
BANK AMER CORP	COM	060505104	422,605	11,999,000	SH	DFND	4,5,9	11,999,000	0	0
BANK AMER CORP	COM	060505104	608,426	17,275,000	SH	DFND	4,10	17,275,000	0	0
BANK AMER CORP	COM	060505104	12,302,314	349,299,100	SH	DFND	4,11	349,299,100	0	0
BANK AMER CORP	COM	060505104	986,160	28,000,000	SH	DFND	4,12	28,000,000	0	0
BANK AMER CORP	COM	060505104	345,156	9,800,000	SH	DFND	4,14	9,800,000	0	0
BANK OF NEW YORK MELLON CORP	COM	064058100	378,041	7,511,249	SH	DFND	4	7,511,249	0	0
BANK OF NEW YORK MELLON CORP	COM	064058100	108,109	2,148,000	SH	DFND	1,2,4,11	2,148,000	0	0
BANK OF NEW YORK MELLON CORP	COM	064058100	90,288	1,793,915	SH	DFND	2,4,11	1,793,915	0	0
BANK OF NEW YORK MELLON CORP	COM	064058100	23,001	457,000	SH	DFND	4,5	457,000	0	0
BANK OF NEW YORK MELLON CORP	COM	064058100	39,056	776,000	SH	DFND	4,6	776,000	0	0
BANK OF NEW YORK MELLON CORP	COM	064058100	326,661	6,490,384	SH	DFND	4,8,11	6,490,384	0	0
BANK OF NEW YORK MELLON CORP	COM	064058100	368,365	7,319,000	SH	DFND	4,5,9	7,319,000	0	0
BANK OF NEW YORK MELLON CORP	COM	064058100	193,995	3,854,463	SH	DFND	4,10	3,854,463	0	0
BANK OF NEW YORK MELLON CORP	COM	064058100	2,249,211	44,689,264	SH	DFND	4,11	44,689,264	0	0
BANK OF NEW YORK MELLON CORP	COM	064058100	107,706	2,140,000	SH	DFND	4,12	2,140,000	0	0
BANK OF NEW YORK MELLON CORP	COM	064058100	130,142	2,585,782	SH	DFND	4,14	2,585,782	0	0
BIOGEN INC	COM	09062X103	1,610	5,425	SH	DFND	4	5,425	0	0
BIOGEN INC	COM	09062X103	138,965	468,322	SH	DFND	2,4,11	468,322	0	0
BIOGEN INC	COM	09062X103	51,839	174,700	SH	DFND	4,11	174,700	0	0
CHARTER COMMUNICATIONS INC N	CLA	16119P108	2,632,339	5,426,609	SH	DFND	4,8,11	5,426,609	0	0
COCA COLA CO	COM	191216100	44,280	800,000	SH	DFND	4	800,000	0	0
COCA COLA CO	COM	191216100	4,443,675	80,283,200	SH	DFND	4,5	80,283,200	0	0
COCA COLA CO	COM	191216100	100,958	1,824,000	SH	DFND	4,6	1,824,000	0	0
COCA COLA CO	COM	191216100	797,660	14,411,200	SH	DFND	4,8,11	14,411,200	0	0
COCA COLA CO	COM	191216100	829,719	14,990,400	SH	DFND	4,10	14,990,400	0	0
COCA COLA CO	COM	191216100	15,673,969	283,179,200	SH	DFND	4,11	283,179,200	0	0
COCA COLA CO	COM	191216100	196,603	3,552,000	SH	DFND	4,12	3,552,000	0	0
COCA COLA CO	COM	191216100	53,136	960,000	SH	DFND	4,13	960,000	0	0
COSTCO WHSL CORP NEW	COM	22160K105	1,273,662	4,333,363	SH	DFND	4,11	4,333,363	0	0
DAVITA HEALTHCARE PARTNERS I	COM	23918K108	1,504,508	20,052,088	SH	DFND	4	20,052,088	0	0
DAVITA HEALTHCARE PARTNERS I	COM	23918K108	1,389,067	18,513,482	SH	DFND	4,8,11	18,513,482	0	0
DELTA AIR LINES INC DEL	COM NEW	247361702	408,958	6,993,123	SH	DFND	4,8,11	6,993,123	0	0
DELTA AIR LINES INC DEL	COM NEW	247361702	3,737,886	63,917,333	SH	DFND	4,11	63,917,333	0	0
GENERAL MTRS CO	COM	37045V100	987,980	26,994,000	SH	DFND	4	26,994,000	0	0
GENERAL MTRS CO	COM	37045V100	910,872	24,887,209	SH	DFND	4,8,11	24,887,209	0	0
GENERAL MTRS CO	COM	37045V100	307,526	8,402,338	SH	DFND	4,10	8,402,338	0	0
GENERAL MTRS CO	COM	37045V100	538,622	14,716,453	SH	DFND	4,11	14,716,453	0	0

GLOBE LIFE INC	COM	37959E102	18,365	174,489	SH	DFND	2,4,11	174,489	0	0
GLOBE LIFE INC	COM	37959E102	106,501	1,011,888	SH	DFND	4,5	1,011,888	0	0
GLOBE LIFE INC	COM	37959E102	151,489	1,439,325	SH	DFND	4,10	1,439,325	0	0
GLOBE LIFE INC	COM	37959E102	392,375	3,728,025	SH	DFND	4,11	3,728,025	0	0
GOLDMAN SACHS GROUP INC	COM	38141G104	1,006,166	4,375,968	SH	DFND	4,8,11	4,375,968	0	0
GOLDMAN SACHS GROUP INC	COM	38141G104	1,754,086	7,628,783		DFND	4,11	7,628,783	0	0
JPMORGAN CHASE & CO	COM	46625H100	127,272	913,000	SH	DFND	1,2,4,11	913,000	0	0
JPMORGAN CHASE & CO	COM	46625H100	254,977	1,829,100	SH	DFND	2,4,11	1,829,100	0	0
JPMORGAN CHASE & CO	COM	46625H100	30,180	216,500	SH	DFND	4,5	216,500	0	0
JPMORGAN CHASE & CO	COM	46625H100	38,196	274,000	SH	DFND	4,6	274,000	0	0
JPMORGAN CHASE & CO	COM	46625H100	241,859	1,735,000	SH	DFND	4,10	1,735,000	0	0
JPMORGAN CHASE & CO	COM	46625H100	7,317,989	52,496,332	SH	DFND	4,11	52,496,332	0	0
JPMORGAN CHASE & CO	COM	46625H100	285,909	2,051,000	SH	DFND	4,14	2,051,000	0	0
JOHNSON & JOHNSON	COM	478160104	47,714	327,100	SH	DFND	4	327,100	0	0
KRAFT HEINZ CO	COM	500754106	10,462,647	325,634,818	SH	DFND	4	325,634,818	0	0
KROGER CO	COM	501044101	549,073	18,940,079	SH	DFND	4,11	18,940,079	0	0
LIBERTY MEDIA CORP DELAWARE	COM A SIRIUSXM	531229409	208,254	4,308,117	SH	DFND	4	4,308,117	0	0
LIBERTY MEDIA CORP	COM A	531229409	376,655	7,791,780	SH	DFND	4,8,11	7,791,780	0	0
DELAWARE LIBERTY MEDIA CORP	SIRIUSXM COM A	531229409	45,120	933,391	SH	DFND	4,10	933,391	0	0
DELAWARE LIBERTY MEDIA CORP	SIRIUSXM COM A		,					,		
DELAWARE LIBERTY MEDIA CORP	SIRIUSXM COM C	531229409	88,321	1,827,072		DFND	4,11	1,827,072	0	0
DELAWARE	SIRIUSXM	531229607	344,347	7,153,027	SH	DFND	4	7,153,027	0	0
LIBERTY MEDIA CORP DELAWARE	COM C SIRIUSXM	531229607	931,986	19,359,910	SH	DFND	4,8,11	19,359,910	0	0
LIBERTY MEDIA CORP DELAWARE	COM C SIRIUSXM	531229607	24,487	508,654	SH	DFND	4,10	508,654	0	0
LIBERTY MEDIA CORP DELAWARE	COM C SIRIUSXM	531229607	195,901	4,069,394	SH	DFND	4,11	4,069,394	0	0
M & T BK CORP	COM	55261F104	92,684	546,000	SH	DFND	4,8,11	546,000	0	0
M & T BK CORP	COM	55261F104	27,974	164,795	SH	DFND	4,10	164,795	0	0
M & T BK CORP	COM	55261F104	792,944	4,671,245	SH	DFND	4,11	4,671,245	0	0
MASTERCARD INC	CLA	57636Q104	1,473,469	4,934,756	SH	DFND	4,8,11	4,934,756	0	0
MONDELEZ INTL INC	CLA	609207105	31,836	578,000	SH	DFND	4	578,000	0	0
MOODYS CORP	COM	615369105	2,842,730	11,973,928	SH	DFND	4,8,11	11,973,928	0	0
MOODYS CORP	COM	615369105	3,014,122	12,695,850	SH	DFND	4,11	12,695,850	0	0
OCCIDENTAL PETE CORP	COM	674599105	51,224	1,243,000	SH	DFND	1,2,4,11	1,243,000	0	0
OCCIDENTAL PETE CORP	COM	674599105	48,092	1,167,000	SH	DFND	4,6	1,167,000	0	0
OCCIDENTAL PETE CORP	COM	674599105	598,495	14,523,054	SH	DFND	4,11	14,523,054	0	0
OCCIDENTAL PETE CORP	COM	674599105	82,420	2,000,000	SH	DFND	4,12	2,000,000	0	0
PNC FINL SVCS GROUP INC	COM	693475105	220,178	1,379,300	SH	DFND	2,4,11	1,379,300	0	0
PNC FINL SVCS GROUP INC	COM	693475105	33,921	212,500	SH	DFND	4,6	212,500	0	0
PNC FINL SVCS GROUP INC	COM	693475105	278,155	1,742,500	SH	DFND	4,5,9	1,742,500	0	0
PNC FINL SVCS GROUP INC	COM	693475105	837,859	5,248,754	SH	DFND	4,11	5,248,754	0	0
PNC FINL SVCS GROUP INC	COM	693475105	14,047	88,000	SH	DFND	4,14	88,000	0	0
PHILLIPS 66	COM	718546104	25,339	227,436	SH	DFND	4,11	227,436	0	0
PROCTER & GAMBLE CO	COM	742718109	39,393	315,400	SH	DFND	4	315,400	0	0
RH	COM	74967X103	162,958	763,269	SH	DFND	4	763,269	0	0
RH	COM	74967X103	201,774	945,079	SH	DFND	4,11	945,079	0	0
RESTAURANT BRANDS INTL	COM	76131D103	538,106	8,438,225	SH	DFND	4,11	8,438,225	0	0

INC										
SPDR S&P 500 ETF TR	TR UNIT	78462F103	12,681	39,400	SH	DFND	4	39,400	0	0
SIRIUS XM HLDGS INC	COM	82968B103	657,141	91,907,788	SH	DFND	4	91,907,788	0	0
SIRIUS XM HLDGS INC	COM	82968B103	317,231	44,367,941	SH	DFND	4,8,11	44,367,941	0	0
SOUTHWEST AIRLS CO	COM	844741108	375,512	6,956,500	SH	DFND	4	6,956,500	0	0
SOUTHWEST AIRLS CO	COM	844741108	55,856	1,034,747	SH	DFND	4,8,11	1,034,747	0	0
SOUTHWEST AIRLS CO	COM	844741108	471	8,722	SH	DFND	4,5,9	8,722	0	0
SOUTHWEST AIRLS CO	COM	844741108	2,464,146	45,649,244	SH	DFND	4,11	45,649,244	0	0
STORE CAP CORP	COM	862121100	693,471	18,621,674	SH	DFND	4,11	18,621,674	0	0
SUNCOR ENERGY INC NEW	COM	867224107	352,862	10,758,000	SH	DFND	4	10,758,000	0	0
SUNCOR ENERGY INC NEW	COM	867224107	64,161	1,956,124	SH	DFND	4,11	1,956,124	0	0
SUNCOR ENERGY INC NEW	COM	867224107	75,601	2,304,907	SH	DFND	4,12	2,304,907	0	0
SYNCHRONY FINL	COM	87165B103	628,843	17,463,000	SH	DFND	4	17,463,000	0	0
SYNCHRONY FINL	COM	87165B103	120,273	3,340,000	SH	DFND	4,8,11	3,340,000	0	0
TEVA PHARMACEUTICAL INDS LTD	SPONSORED ADR	881624209	218,393	22,285,000	SH	DFND	4	22,285,000	0	0
TEVA PHARMACEUTICAL INDS LTD	SPONSORED ADR	881624209	26,554	2,709,585	SH	DFND	4,8,11	2,709,585	0	0
TEVA PHARMACEUTICAL INDS LTD	SPONSORED ADR	881624209	178,896	18,254,710	SH	DFND	4,11	18,254,710	0	0
TRAVELERS COMPANIES INC	COM	89417E109	42,780	312,379	SH	DFND	4,11	312,379	0	0
US BANCORP DEL	COM NEW	902973304	34,997	590,275	SH	DFND	4	590,275	0	0
US BANCORP DEL	COM NEW	902973304	228,267	3,850,000	SH	DFND	1,2,4,11	3,850,000	0	0
US BANCORP DEL	COM NEW	902973304	286,993	4,840,500	SH	DFND	2,4,11	4,840,500	0	0
US BANCORP DEL	COM NEW	902973304	1,441,180	24,307,300	SH	DFND	4,5	24,307,300	0	0
US BANCORP DEL	COM NEW	902973304	69,666	1,175,000	SH	DFND	4,6	1,175,000	0	0
US BANCORP DEL	COM NEW	902973304	751,756	12,679,300	SH	DFND	4,8,11	12,679,300	0	0
US BANCORP DEL	COM NEW	902973304	249,303	4,204,800	SH	DFND	4,5,9	4,204,800	0	0
US BANCORP DEL	COM NEW	902973304	224,650	3,789,000	SH	DFND	4,10	3,789,000	0	0
US BANCORP DEL	COM NEW	902973304	4,463,259	75,278,443	SH	DFND	4,11	75,278,443	0	0
US BANCORP DEL	COM NEW	902973304	103,461	1,745,000	SH	DFND	4,14	1,745,000	0	0
UNITED CONTL HLDGS INC	COM	910047109	499,367	5,668,831	SH	DFND	4,8,11	5,668,831	0	0
UNITED CONTL HLDGS INC	COM	910047109	1,433,208	16,269,811	SH	DFND	4,11	16,269,811	0	0
UNITED PARCEL SERVICE INC	CLB	911312106	6,953	59,400	SH	DFND	4	59,400	0	0
VANGUARD INDEX FDS	S&P 500 ETF SHS	922908363	12,719	43,000	SH	DFND	4	43,000	0	0
VERISIGN INC	COM	92343E102	972,507	5,047,264	SH	DFND	4	5,047,264	0	0
VERISIGN INC	COM	92343E102	1,523,228	7,905,481	SH	DFND	4,8,11	7,905,481	0	0
VISA INC	COM CL A	92826C839	60,748	323,300	SH	DFND	4	323,300	0	0
VISA INC	COM CL A	92826C839	1,923,938	10,239,160	SH	DFND	4,8,11	10,239,160	0	0
WELLS FARGO & CO NEW	COM	949746101	96,840	1,800,000	SH	DFND	4	1,800,000	0	0
WELLS FARGO & CO NEW	COM	949746101	24,210	450,000	SH	DFND	1,2,4,11	450,000	0	0
WELLS FARGO & CO NEW	COM	949746101	285,328	5,303,500	SH	DFND	2,4,11	5,303,500	0	0
WELLS FARGO & CO NEW	COM	949746101	366,532	6,812,857	SH	DFND	3,4,5	6,812,857	0	0
WELLS FARGO & CO NEW	COM	949746101	3,025,554	56,237,071	SH	DFND	4,5	56,237,071	0	0
WELLS FARGO & CO NEW	COM	949746101	44,116	820,000	SH	DFND	4,6	820,000	0	0
WELLS FARGO & CO NEW	COM	949746101	91,460	1,700,000	SH	DFND	4,7	1,700,000	0	0
WELLS FARGO & CO NEW	COM	949746101	1,378,523	25,623,100	SH	DFND	4,8,11	25,623,100	0	0
WELLS FARGO & CO NEW	COM	949746101	460,905	8,567,000	SH	DFND	4,5,9	8,567,000	0	0
WELLS FARGO & CO NEW	COM	949746101	2,398,051	44,573,430	SH	DFND	4,10	44,573,430	0	0
WELLS FARGO & CO NEW	COM	949746101	8,873,139	164,928,240	SH	DFND	4,11	164,928,240	0	0
WELLS FARGO & CO NEW	COM	949746101	149,994	2,788,000	SH	DFND	4,12	2,788,000	0	0

WELLS FARGO & CO NEW	COM	949746101	86,603	1,609,720 SH	DFND	4,13	1,609,720	0	0
WELLS FARGO & CO NEW	COM	949746101	107,600	2,000,000 SH	DFND	4,14	2,000,000	0	0
AXALTA COATING SYS LTD	COM	G0750C108	101,050	3,324,000 SH	DFND	4	3,324,000	0	0
AXALTA COATING SYS LTD	COM	G0750C108	624,627	20,546,957 SH	DFND	4,8,11	20,546,957	0	0
AXALTA COATING SYS LTD	COM	G0750C108	11,949	393,043 SH	DFND	4,11	393,043	0	0
LIBERTY GLOBAL PLC	SHS CL A	G5480U104	190,538	8,379,000 SH	DFND	4	8,379,000	0	0
LIBERTY GLOBAL PLC	SHS CL A	G5480U104	254,483	11,190,970 SH	DFND	4,8,11	11,190,970	0	0
LIBERTY GLOBAL PLC	SHS CL A	G5480U104	5,026	221,030 SH	DFND	4,11	221,030	0	0
LIBERTY GLOBAL PLC	SHS CL C	G5480U120	160,127	7,346,968 SH	DFND	4,8,11	7,346,968	0	0
STONECO LTD	COM CL A	G85158106	565,112	14,166,748 SH	DFND	4,11	14,166,748	0	0
LIBERTY LATIN AMERICA LTD	COM CL A	G9001E102	21,031	1,089,669 SH	DFND	4	1,089,669	0	0
LIBERTY LATIN AMERICA LTD	COM CL A	G9001E102	31,366	1,625,185 SH	DFND	4,8,11	1,625,185	0	0
LIBERTY LATIN AMERICA LTD	COM CL C	G9001E128	24,987	1,284,020 SH	DFND	4,8,11	1,284,020	0	0