CINCINNATI BELL INC Form SC 13G/A February 09, 2005

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

SCHEDULE 13G

(Rule 13d-102)

Information Statement Pursuant to Rules 13d-1 and 13d-2 Under the Securities Exchange Act of 1934 (Amendment No. 1)*

Cincinnati Bell Inc. (Name of Issuer)

Common Shares (Title of Class of Securities)

171871106 (CUSIP Number)

December 31, 2004
Date of Event Which Requires Filing of the Statement

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[]	Rule 13d-1(b)
[X]	Rule 13d-1(c)
[]	Rule 13d-1(d)

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 Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act

^{*}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.

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1.	NAME OF REPORTIN	NG PERSON					
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON						
	Citadel Limited Partr						
2.	CHECK THE APPRO	PRIATE BOX	IF A MEMBER OF A GROU	1			
				(a)	ý		
				(b)	0		
3.	SEC USE ONLY						
4.	CITIZENSHIP OR PL	ACE OF ORGA	ANIZATION				
	Illinois limited partne	ership					
		5.	SOLE VOTING POWER				
NU	JMBER OF		0				
	SHARES	6.	SHARED VOTING POWER				
	IEFICIALLY				on Stock		
O'	WNED BY		13,356,950 shares of Com	mon Stock			
DI	EACH						
	EPORTING PERSON	7.	SOLE DISPOSITIVE POWER				
	WITH		0				
	W1111	8.	SHARED DISPOSITIVE POWER				
_	I		See Row 6 above.				
9.		INT BENEFIC	IALLY OWNED BY EACH	REPORTING PER	SON		
	See Row 6 above.	1 GGDEG 1 TE	A MOUNTE DU DONG (O) ENG				
10.		AGGREGATE	E AMOUNT IN ROW (9) EX	CLUDES			
	CERTAIN SHARES					0	
11.	PERCENT OF CLASS	REPRESENT	ED BY AMOUNT IN ROW	(9)			
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	of October 31, 2004).	as of Decembe	er 51, 2004 (based on 245,267	,381 snares of Co	mmon Stock issued and outstandir	ig as	
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12.	TYPE OF REPORTIN PN; HC	G PEKSON					
	μ11, 110						

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CUSIP NO. 171871106	13G	Page 3 of 19 Pages
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1.		NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON						
	S.S. OK I.K.S. IDEIVI		O. OI ABOVE I ERSOI	`				
	GLB Partners, L.P.							
2.	CHECK THE APPRO	PRIATE BOX	IF A MEMBER OF A C	GROUP				
					(a)	ý		
					(b)	0		
3.	SEC USE ONLY							
4.	CITIZENSHIP OR PL. Delaware limited part		ANIZATION					
		5.	SOLE VOTING POV	VER				
	NUMBER OF		0					
_	SHARES	6.	SHARED VOTING POWER					
ŀ	BENEFICIALLY OWNED BY		12.25<.050	40 - 0.				
	EACH		13,356,950 shares of	Common Sto	mon Stock			
	REPORTING	7.	SOLE DISPOSITIVE POWER					
	PERSON	1	310 ((21)	, 21				
	WITH	8.	SHARED DISPOSITIVE POWER					
			See Row 6 above.					
9.		INT BENEFIC	CIALLY OWNED BY EA	ACH REPORT	ΓING PER	SON		
	See Row 6 above.							
10.		AGGREGATI	E AMOUNT IN ROW (9	9) EXCLUDES	S			
		CERTAIN SHARES o						
11.	PERCENT OF CLASS	REPRESENT	TED BY AMOUNT IN R	ROW (9)				
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	of October 31, 2004).	as of Decembe	er 51, 2004 (based on 24	+3,407,381 SN	ares of Col	mmon Stock issued and ou	istanding as	
12.	TYPE OF REPORTIN	G PERSON						
14.	PN; HC	OIENSON						
	·, ·							

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1.	NAME OF REPORTIN	NG PERSON						
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON							
	Citadel Investment G			an arm				
2.	CHECK THE APPRO	PRIATE BOX I	IF A MEMBER OF A	GROUP	1	1.		
					(a)	ý		
					(b)	0		
3.	SEC USE ONLY							
4.	CITIZENSHIP OR PL	ACE OF ORGA	ANIZATION					
	Delaware limited liab	ility company						
		5.	SOLE VOTING PO	OWER				
NU	JMBER OF		0					
	SHARES	6.	SHARED VOTING	G POWER				
	IEFICIALLY							
O	WNED BY		13,356,950 shares	of Common St	mon Stock			
DI	EACH EPORTING		SOLE DISPOSITIVE POWER					
	PERSON	7.						
-	WITH		0					
	***************************************	8.	SHARED DISPOSITIVE POWER					
	L GGDEG LEE LIVE		See Row 6 above.	E L CIL DEDOD	TILIC DED	201		
9.	AGGREGATE AMOU	INT BENEFIC	IALLY OWNED BY	EACH REPOR	TING PER	SON		
	See Row 6 above.	A CODEC ATE	AMOUNTENDOW	(0) EVGLUDE	<u> </u>			
10.	CHECK BOX IF THE	AGGREGATE	AMOUNT IN ROW	(9) EXCLUDE	3			
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11.	PERCENT OF CLASS	REPRESENT	ED BY AMOUNT IN	ROW (9)				
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	of October 31, 2004).	as of Decembe	r 51, 2004 (Dased on	245,207,381 SN	ares of Col	mmon Stock issued and	outstanding as	
10	, , , , , , , , , , , , , , , , , , ,	C DEDCON						
12.	TYPE OF REPORTIN OO: HC	G PERSON						
	OO; IIC							

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1.	NAME OF REPORTING PERSON							
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON							
	Transaction Cost (Cost)							
2		Kenneth Griffin CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP						
2.	CHECK THE APPRO	PRIATE BOX	IF A MEMBER OF A	GROUP		I,		
					(a)	<u> </u>		
					(b)	0		
3.	SEC USE ONLY							
4.	CITIZENSHIP OR PL	ACE OF ORGA	ANIZATION					
	U.S. Citizen							
		5.	SOLE VOTING PO	OWER				
	JMBER OF		0					
	SHARES	6.	SHARED VOTING POWER					
	NEFICIALLY							
O	WNED BY EACH		13,356,950 shares	es of Common Stock				
Di	EACH EPORTING		SOLE DISPOSITIVE POWER					
	PERSON	7.						
	WITH		V					
		8.	SHARED DISPOSITIVE POWER See Row 6 above.					
9.	AGGREGATE AMOU	INT DENIEEIC		EACH DEDOD	TINC DED	COM		
9.	See Row 6 above.	JINI DENEFIC.	IALLIOWNEDDI	ЕАСП КЕРОК	IING PER	SON		
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11.	CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
11.	ERCENT OF CLASS	5 KEI KESENI.	ED DI AMOUNT IN	KOW (9)				
	Approximately 5.4%	as of Decembe	er 31, 2004 (based on	245.267.381 sh	ares of Co	mmon Stock issued and	l outstanding as	
	of October 31, 2004).			,_0,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			. Janstaniania us	
12.	TYPE OF REPORTIN							
· - ·	IN; HC							

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1.	NAME OF REPORTI	NG PERSON						
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON							
	Citadel Wellington Partners L.P.							
2.	CHECK THE APPRO	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP						
					(a)	ý		
					(b)	o		
3.	SEC USE ONLY							
4.	CITIZENSHIP OR PL	ACE OF ORGA	ANIZATION					
	Illinois limited partne	ership						
		5.	SOLE VOTING PO	OWER				
N	UMBER OF		0					
	SHARES	6.	SHARED VOTING	G POWER	ER			
	NEFICIALLY							
C	OWNED BY		13,356,950 shares	of Common St	ock			
D	EACH EPORTING							
K	PERSON	7.	SOLE DISPOSITI	VE POWER				
	WITH		0					
	** **********************************	8.	SHARED DISPOS	ITIVE POWER				
	1		See Row 6 above.					
9.	AGGREGATE AMOU	JNT BENEFIC	IALLY OWNED BY	EACH REPOR	TING PER	RSON		
	See Row 6 above.							
10.	CHECK BOX IF THE	AGGREGATE	E AMOUNT IN ROW	(9) EXCLUDE	S			
	CERTAIN SHARES 0							
11.	PERCENT OF CLASS	REPRESENT	ED BY AMOUNT IN	ROW (9)				
		as of Decembe	er 31, 2004 (based on	245,267,381 sh	ares of Co	ommon Stock issu	ed and outstanding as	
	of October 31, 2004).							
12.	TYPE OF REPORTIN	G PERSON						
	PN; HC							

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1.	NAME OF REPORTIN									
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON									
	Citadel Wellington Pa	rtners L.P. SI	₹.							
2.		ECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP								
					(a)	ý				
					(b)	o				
3.	SEC USE ONLY									
4.	CITIZENSHIP OR PLA Delaware limited part		ANIZATION							
		5.	SOLE VOTING P	OWER						
	UMBER OF		0							
	SHARES	6.	SHARED VOTING POWER							
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	EACH		13,350,950 snares	or Common St	illion Stock					
R	EPORTING	7.	SOLE DISPOSITIVE POWER							
	PERSON		0							
	WITH	8.	SHARED DISPOSITIVE POWER							
	T		See Row 6 above.							
9.	AGGREGATE AMOU	NT BENEFIC	IALLY OWNED BY	EACH REPOR	TING PER	SON				
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10.	CHECK BOX IF THE	AGGREGATE	E AMOUNT IN ROW	/ (9) EXCLUDE 	S					
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	Approximately 5.4%	as of Decembe	er 31, 2004 (based on	245,267,381 sh	ares of Co	mmon Stock issued an	d outstanding as			
	of October 31, 2004).									
12.	TYPE OF REPORTING	G PERSON								
	PN; HC									

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1.	NAME OF REPORTI	NG PERSON						
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON							
	Citadel Kensington Global Strategies Fund Ltd.							
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP							
					(a)	ý		
					(b)	0		
3.	SEC USE ONLY							
4.	CITIZENSHIP OR PL	ACE OF ORGA	ANIZATION					
	Bermuda company							
		5.	SOLE VOTING PO	OWER				
NU	JMBER OF		0					
	SHARES	6.	SHARED VOTING POWER					
	NEFICIALLY							
O	WNED BY		13,356,950 shares of Common Stock					
DI	EACH EPORTING							
	PERSON	7.	SOLE DISPOSITIVE POWER					
	WITH		U					
	***************************************	8.	SHARED DISPOSITIVE POWER					
	. GGDEG LEE LAGO		See Row 6 above.	E A GUI DEDOD	TILIC DED	COM		
9.	AGGREGATE AMOU	JNT BENEFIC	IALLY OWNED BY	EACH REPOR	TING PER	SON		
10	See Row 6 above.	A CODEC A TE		(0) EVGLUDE	<u> </u>			
10.	CHECK BOX IF THE	AGGREGATE	E AMOUNT IN ROW	(9) EXCLUDE	3			
	CERTAIN SHARES						0	
11.	PERCENT OF CLASS	S REPRESENT	ED BY AMOUNT IN	ROW (9)				
	Annuarimetal: 5 AC	Approximately 5.4% as of December 31, 2004 (based on 245,267,381 shares of Common Stock issued and outstanding as						
	of October 31, 2004).	as of Decembe	er 51, 2004 (based on	243,207,381 SN	ares of Co	mmon Stock issued and	outstanding as	
12		IC DEDCOM						
12. TYPE OF REPORTING PERSON CO; HC								
	CO, HC							

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1.									
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON								
	Citodal Fanity Fund I td								
2	Citadel Equity Fund Ltd. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP								
2.	CHECK THE APPROI	PRIATE BOX	IF A MEMBER OF A	A GROUP					
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	and han on h				(b)	0			
3.	SEC USE ONLY								
4.	CITIZENSHIP OR PL	ACE OF ORGA	ANIZATION						
	Cayman Islands comp	oany							
		5.	SOLE VOTING P	OWER					
	UMBER OF		0						
	SHARES	6.	SHARED VOTING POWER						
	NEFICIALLY								
O	WNED BY EACH		13,356,950 shares of Common Stock						
R	EACH EPORTING		SOLE DISPOSITIVE POWER						
	PERSON	7.							
	WITH	8.	SHARED DISPOSITIVE POWER						
		0.	See Row 6 above.						
9.	AGGREGATE AMOU	NT BENEFIC	•		TING PFR	SON			
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10.	CHECK BOX IF THE	AGGREGATE	E AMOUNT IN ROW	(9) EXCLUDE	S				
	CERTAIN SHARES			ľ			0		
11.	PERCENT OF CLASS	REPRESENT	ED BY AMOUNT IN	N ROW (9)					
	Approximately 5.4%	as of Decembe	er 31, 2004 (based on	245,267,381 sh	ares of Co	mmon Stock issued and	d outstanding as		
	of October 31, 2004).								
12.	TYPE OF REPORTIN	G PERSON							
	CO								

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1.	NAME OF REPORTI	NG PERSON							
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON								
	Citadel Credit Products Ltd.								
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP								
					(a)	ý			
					(b)	o			
3.	SEC USE ONLY								
4.	CITIZENSHIP OR PL	ACE OF ORGA	ANIZATION						
	Cayman Islands com	pany							
		5.	SOLE VOTING POWER						
N	UMBER OF		0						
	SHARES	6.	SHARED VOTING POWER						
	NEFICIALLY								
О	WNED BY		13,356,950 shares	66,950 shares of Common Stock					
D.	EACH								
	EPORTING PERSON	7.	SOLE DISPOSITIVE POWER						
	WITH		0						
	W1111	8.	SHARED DISPOSITIVE POWER						
			See Row 6 above.						
9.	AGGREGATE AMOU	JNT BENEFIC	IALLY OWNED BY	EACH REPOR'	TING PER	RSON			
	See Row 6 above.								
10.	CHECK BOX IF THE	AGGREGATE	E AMOUNT IN ROW	(9) EXCLUDE	S				
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11.	PERCENT OF CLASS	REPRESENT	ED BY AMOUNT IN	ROW (9)					
		as of Decembe	r 31, 2004 (based on	245,267,381 sh	ares of Co	ommon Stock issu	ed and outstanding as		
	of October 31, 2004).								
12.	TYPE OF REPORTIN	G PERSON							
	CO; HC								

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1.	NAME OF REPORTIN	NG PERSON							
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON								
	Citadel Jackson Investment Fund Ltd. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP								
2.	CHECK THE APPRO	PRIATE BOX	IF A MEMBER OF A	GROUP	1	1.			
					(a)	ý			
					(b)	0			
3.	SEC USE ONLY								
4.	CITIZENSHIP OR PL Cavman Islands com		ANIZATION						
	Cuyman Islands com	5.	SOLE VOTING PO	WFR					
NI	JMBER OF	J.	0	WER					
	SHARES	6.	SHARED VOTING POWER						
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O,	WNED BY		13,356,950 shares of Common Stock						
	EACH		-,,						
	EPORTING	7.	7. SOLE DISPOSITIVE POWER 0						
]	PERSON								
	WITH	8.	SHARED DISPOSITIVE POWER						
	T		See Row 6 above.						
9.	AGGREGATE AMOU	INT BENEFIC	IALLY OWNED BY F	EACH REPOR	ΓING PER	SON			
	See Row 6 above.								
10.	CHECK BOX IF THE	AGGREGATE	E AMOUNT IN ROW	(9) EXCLUDE	S				
	CERTAIN SHARES						0		
11.	PERCENT OF CLASS	REPRESENT	ED BY AMOUNT IN	ROW (9)					
		as of Decembe	r 31, 2004 (based on 2	245,267,381 sh	ares of Co	mmon Stock issued and	d outstanding as		
	of October 31, 2004).								
12.	TYPE OF REPORTIN	G PERSON							
	CO; HC								

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	NAME OF REPORTIN								
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON								
	Citadel Credit Trading Ltd.								
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP								
۷.	CHECK THE AFFROFRIATE BOX IF A MEMBER OF A GROUP			GROUI	(a)	ý,			
					(b)	0			
3.	SEC USE ONLY				(0)				
4.	CITIZENSHIP OR PLA Cayman Islands comp		ANIZATION		•				
		5.	SOLE VOTING PO	WER					
	JMBER OF		0						
	SHARES	6.	SHARED VOTING POWER						
	IEFICIALLY WNED BY		13,356,950 shares of Common Stock						
0	EACH		13,356,950 shares (of Common St	mon Stock				
RE	EPORTING	7.	SOLE DISPOSITIVE POWER						
]	PERSON		0						
	WITH	8.	SHARED DISPOSITIVE POWER						
			See Row 6 above.						
9.	AGGREGATE AMOU	NT BENEFIC	IALLY OWNED BY I	EACH REPOR	TING PER	SON			
	See Row 6 above.			(A) TILOT I I I	~				
10.	CHECK BOX IF THE	AGGREGATE	E AMOUNT IN ROW	(9) EXCLUDE	S		0		
	CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)								
11.	PERCENT OF CLASS	REPRESENT	ED BY AMOUNT IN	ROW (9)					
	Approximately 5.4% as of December 31, 2004 (based on 245,267,381 shares of Common Stock issued and outstanding as								
	of October 31, 2004).	as of Decembe	2 21, 2007 (bused on 2	2 .2,207,201 311		minon brock issued and	oustainaing as		
	TYPE OF REPORTING	G PERSON							
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CUSIP NO. 171871106 13G Page 13 of 19 Pages

1	. NAME OF REPORTI	NG PERSON				
	S.S. OR I.R.S. IDENT	TIFICATION N	O. OF ABOVE PERSON			
	Citadel Antaeus Inte	rnational Inve	stments Ltd.			
2	. CHECK THE APPRO	PRIATE BOX	IF A MEMBER OF A GROU	<u>P</u>		
				(a)	ý	
				(b)	О	
3.	. SEC USE ONLY					
4	. CITIZENSHIP OR PI	ACE OF ORG	ANIZATION			
	Cayman Islands com	pany				
		5.	SOLE VOTING POWER			
	NUMBER OF		0			
	SHARES	6.	SHARED VOTING POWE	ER		
	BENEFICIALLY					
	OWNED BY		13,356,950 shares of Com	mon Stock		
	EACH REPORTING					
	PERSON	7.	SOLE DISPOSITIVE POV	VER		
	WITH		0			
	WIIII	8.	SHARED DISPOSITIVE F	POWER		
	1		See Row 6 above.			
9		UNT BENEFIC	CIALLY OWNED BY EACH I	REPORTING PER	RSON	
	See Row 6 above.					
10		E AGGREGATI	E AMOUNT IN ROW (9) EXC	CLUDES		
	CERTAIN SHARES					0
11	PERCENT OF CLAS	S REPRESENT	TED BY AMOUNT IN ROW ((9)		
	Approximately 5.4%	as of Decembe	er 31, 2004 (based on 245,267	381 shares of Co	mmon Stock issued and or	ıtstanding as
	of October 31, 2004).		ci 51, 2004 (Dascu VII 245,207	,501 shares of Co	minon Stock issued and ot	itstanting as
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12	CO; HC	IG I EKSON				
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CUSIP NO. 171871106	13G	Page 14 of 19 Pages	
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Item 1(a) Name of Issuer: **CINCINNATI BELL INC.**

1(b) Address of Issuer s Principal Executive Offices:

201 East Fourth Street Cincinnati, Ohio 45202

Item 2(a) Name of Person Filing

Item 2(b) Address of Principal Business Office

Item 2(c) Citizenship

Citadel Limited Partnership 131 S. Dearborn Street, 32nd Floor Chicago, Illinois 60603 Illinois limited partnership

GLB Partners, L.P. 131 S. Dearborn Street, 32nd Floor Chicago, Illinois 60603 Delaware limited partnership

Citadel Investment Group, L.L.C. 131 S. Dearborn Street, 32nd Floor Chicago, Illinois 60603 Delaware limited liability company

Kenneth Griffin 131 S. Dearborn Street, 32nd Floor Chicago, Illinois 60603 U.S. Citizen

Citadel Wellington Partners L.P. c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street, 32nd Floor Chicago, Illinois 60603 Illinois limited partnership

Citadel Wellington Partners L.P. SE c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street, 32nd Floor Chicago, Illinois 60603 Delaware limited partnership

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	13G

Citadel Kensington Global Strategies Fund Ltd. c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street, 32nd Floor Chicago, Illinois 60603 Bermuda company

Citadel Equity Fund Ltd. c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street, 32nd Floor Chicago, Illinois 60603 Cayman Islands company

Citadel Credit Products Ltd. c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street, 32nd Floor Chicago, Illinois 60603 Cayman Islands company

Citadel Jackson Investment Fund Ltd. c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street, 32nd Floor Chicago, Illinois 60603 Cayman Islands company

Citadel Credit Trading Ltd. c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street, 32nd Floor Chicago, Illinois 60603 Cayman Islands company

Citadel Antaeus International Investments Ltd. c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street, 32nd Floor Chicago, Illinois 60603 Cayman Islands company

Title of Class of Securities:

2(d)

Common Stock

CUSIP Number: **171871106**

2(e)

Item 3 If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

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CUSIP NO. 171871106	13G	Page 16 of 19 Pages		
(a) [_] Broker or dealer registered under Section 15 of the Exchange Act; (b) [_] Bank as defined in Section 3(a)(6) of the Exchange Act; (c) [_] Insurance company as defined in Section 3(a)(19) of the Exchange Act; (d) [_] Investment company registered under Section 8 of the Investment Company Act; (e) [_] An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E); (f) [_] An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F); (g) [_] A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G); (h) [_] A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act; (i) [_] A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act; (j) [_] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).				
Item 4 Ownership:				
CITADEL LIMITED PARTNERSHIP GLB PARTNERS, L.P. CITADEL INVESTMENT GROUP, L.L.C. KENNETH GRIFFIN CITADEL WELLINGTON PARTNERS L.P. CITADEL WELLINGTON PARTNERS L.P. SE CITADEL KENSINGTON GLOBAL STRATEGIES FUND LTD.				
CITADEL EQUITY FUND LTD.				
CITADEL CREDIT PRODUCTS LTD. CITADEL JACKSON INVESTMENT FUND LTD.				
CITADEL CREDIT TRADING LTD.				
CITADEL ANTAEUS INTERNATIONAL INVESTMENTS LTD.				
(a) Amount ben	eficially owned:			
13,356,950 shares of Common Stock				

Percent of Class:

(b)

Approximate	ely 5.4% as of December 31, 2004 (based on 245,267,381 shares of Common Stock issued and outstanding as of October 31, 2004).
(c)	Number of shares as to which such person has:
(i)	sole power to vote or to direct the vote:
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0			
(ii)	shared power	er to vote or to direct the vote:	
See item (a) above	·.		
(iii)	sole power to	dispose or to direct the disposition of:	
0			
(iv)	shared power	to dispose or to direct the disposition of	f:
See item (a) above	. .		
Item 5 Not Applicable.		Ownership of Five Perc	cent or Less of a Class:
Item 6 Not Applicable.		Ownership of More tha	n Five Percent on Behalf of Another Person:
Item 7			sification of the Subsidiary which Acquired the Security he Parent Holding Company:
See Item 2 above.			
Item 8 Not Applicable.		Identification and Class	sification of Members of the Group:
Item 9 Not Applicable.		Notice of Dissolution o	f Group:
Item 10		Certification:	

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in

connection with or as a participant in any transaction having that purpose or effect.

* Mathew B. Hinerfeld is signing on behalf of Kenneth Griffin as attorney-in-fact pursuant to a power of attorney previously filed with the Securities and Exchange Commission on February 4, 2005, and hereby incorporated by reference herein. The power of attorney was filed as an attachment to a filing by Citadel Limited Partnership on Schedule 13G/A for Komag, Incorporated.

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

Dated this 8th day of February, 2005

KENNETH GRIFFIN

By: /s/ Matthew B. Hinerfeld

Matthew B. Hinerfeld, attorney-in-fact*

CITADEL LIMITED PARTNERSHIP

By: GLB Partners, L.P., its General Partner

By: Citadel Investment Group, L.L.C.,

its General Partner

By: /s/ Matthew B. Hinerfeld

Matthew B. Hinerfeld, Managing Director and Deputy General Counsel

GLB PARTNERS, L.P.

By: Citadel Investment Group, L.L.C.,

its General Partner

By: /s/ Matthew B. Hinerfeld

Matthew B. Hinerfeld, Managing Director and Deputy General Counsel

CITADEL ANTAEUS INTERNATIONAL INVESTMENTS LTD.

By: Citadel Limited Partnership,

its Portfolio Manager

By: GLB Partners, L.P.,

its General Partner

By: Citadel Investment Group, L.L.C.,

its General Partner

By: /s/ Matthew B. Hinerfeld

Matthew B. Hinerfeld, Managing Director and Deputy General Counsel

CITADEL INVESTMENT GROUP, L.L.C.

By: /s/ Matthew B. Hinerfeld
Matthew B. Hinerfeld, Managing

Director and Deputy General Counsel

CITADEL CREDIT PRODUCTS LTD.

By: Citadel Limited Partnership,

its Portfolio Manager

By: GLB Partners, L.P.,

its General Partner

By: Citadel Investment Group, L.L.C.,

its General Partner

By: /s/ Matthew B. Hinerfeld

Matthew B. Hinerfeld, Managing Director and Deputy General Counsel

CITADEL JACKSON INVESTMENT FUND LTD.

By: Citadel Limited Partnership,

its Portfolio Manager

By: GLB Partners, L.P.,

its General Partner

By: Citadel Investment Group, L.L.C.,

its General Partner

By: /s/ Matthew B. Hinerfeld

Matthew B. Hinerfeld, Managing Director and Deputy General Counsel

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CITADEL WELLINGTON PARTNERS

By: Citadel Limited Partnership,

its General Partner

By: GLB Partners, L.P.,

its General Partner

By: Citadel Investment Group, L.L.C.,

its General Partner

By: /s/ Matthew B. Hinerfeld

Matthew B. Hinerfeld, Managing Director and Deputy General Counsel

CITADEL KENSINGTON GLOBAL STRATEGIES FUND LTD.

By: Citadel Limited Partnership,

its Portfolio Manager

By: GLB Partners, L.P.,

its General Partner

By: Citadel Investment Group, L.L.C.,

its General Partner

By: /s/ Matthew B. Hinerfeld

Matthew B. Hinerfeld, Managing Director and Deputy General Counsel

CITADEL WELLINGTON PARTNERS L.P. SE

By: Citadel Limited Partnership,

its General Partner

By: GLB Partners, L.P.,

its General Partner

By: Citadel Investment Group, L.L.C.,

its General Partner

By: /s/ Matthew B. Hinerfeld

Matthew B. Hinerfeld, Managing Director and Deputy General Counsel

CITADEL CREDIT TRADING LTD.

By: Citadel Limited Partnership,

its Portfolio Manager

By: GLB Partners, L.P.,

its General Partner

By: Citadel Investment Group, L.L.C.,

its General Partner

By: /s/ Matthew B. Hinerfeld

Matthew B. Hinerfeld, Managing Director and Deputy General Counsel

CITADEL EQUITY FUND LTD.

By: Citadel Limited Partnership,

its Portfolio Manager

By: GLB Partners, L.P.,

its General Partner

By: Citadel Investment Group, L.L.C.,

its General Partner

By: /s/ Matthew B. Hinerfeld

Matthew B. Hinerfeld, Managing Director and Deputy General Counsel