ASPEN TECHNOLOGY INC /DE/ Form SC 13D/A December 15, 2006

CUSIP NO. 045327103

Schedule 13D

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

SCHEDULE 13D (RULE 13d-101)

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

(AMENDMENT NO. 3)(1)

Aspen Technology, Inc. (Name of issuer)

Common Stock, par value \$0.10 (Title of class of securities)

045327103 (CUSIP number)

Jarlyth H. Gibson, Assistant Compliance Officer 617-951-9493 C/o Advent International Corporation, 75 State Street, 29th Floor Boston, MA 02109 (Name, Address and Telephone Number of Person Authorized to Receive

December 14, 2006

Notices and Communications)

(Date of event which requires filing of this statement)

If the filing person has previously filed a statement on Schedule 13G to

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

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

(Continued on following pages)
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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 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

⁽¹⁾ The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

CUSI	P NO. 04532710	13	Schedule 13D	Page 2 of 20				
1	NAME OF REPOR		ABOVE PERSON (ENTITIES ONLY)					
	Advent Intern	national Corpora	ation					
2	CHECK THE APP	ROPRIATE BOX IF	A MEMBER OF A GROUP*	(A) [X] (B) []				
3	SEC USE ONLY							
4	Source of Fur	 ids						
	WC							
5	Check if Disc or 2(e)	closure of Legal	Proceedings Is Required Pursuar	nt to Items 2(d)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION							
	Delaware							
		7 SOLE VOTI	NG POWER					
	NUMBER OF	31,499,33	36					
N		8 SHARED VO	OTING POWER					
BEI	SHARES NEFICIALLY	None						
(OWNED BY EACH	9 SOLE DISE	POSITIVE POWER					
REPO	RTING PERSON WITH	31,499,33	36					
		10 SHARED DI	SPOSITIVE POWER					
		None						
11	AGGREGATE AMO	UNT BENEFICIALI	Y OWNED BY EACH REPORTING PERSON	1				
	31,499,336							
12	CHECK BOX IF	THE AGGREGATE A	AMOUNT IN ROW (9) EXCLUDES CERTAI	IN SHARES []				
13	PERCENT OF CI	ASS REPRESENTED	BY AMOUNT IN ROW (9)					
	39.2%							
14	TYPE OF REPOR							
	CO, IA							

CUSI	P NO. 04532710	3 Schedule 13D	Page 3 of 20						
1	NAME OF REPOR	TING PERSON FICATION NO. OF ABOVE PERSON (ENTITIES ONLY)							
	Advent Intern	ational Limited Partnership							
2	CHECK THE APP	ROPRIATE BOX IF A MEMBER OF A GROUP*	(A) [X] (B) []						
3	SEC USE ONLY								
4	Source of Fun	ds							
	WC								
5	Check if Disc or 2(e)	losure of Legal Proceedings Is Required Pursua	nt to Items 2(d)						
6	CITIZENSHIP OR PLACE OF ORGANIZATION								
	Delaware								
		7 SOLE VOTING POWER							
		30,915,611							
N	UMBER OF	8 SHARED VOTING POWER							
	SHARES NEFICIALLY	None							
	OWNED BY EACH	9 SOLE DISPOSITIVE POWER							
REPO	RTING PERSON WITH	30,915,611							
		10 SHARED DISPOSITIVE POWER							
		None							
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSO	N						
	30,915,611								
12	CHECK BOX IF	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTA	IN SHARES []						
13	PERCENT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (9)							
	38.7%								
14	TYPE OF REPOR	TING PERSON*							
	PN								

CUSI	IP NO. 04532710	3	Schedule 13D	Page 4 of 20				
1	NAME OF REPOR		OF ABOVE PERSON (ENTITIES ONLY)					
	Global Privat	e Equity IV Li	imited Partnership					
2			IF A MEMBER OF A GROUP*	(A) [X] (B) []				
3	SEC USE ONLY							
4		Source of Funds						
	WC							
5	Check if Disc or 2(e)	losure of Lega	al Proceedings Is Required Pursua.	nt to Items 2(d)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION							
	Delaware							
		7 SOLE VOT	FING POWER					
		15,397,7						
1	NUMBER OF	8 SHARED V	OTING POWER					
BI	SHARES ENEFICIALLY	None						
	OWNED BY EACH	9 SOLE DIS	SPOSITIVE POWER					
REPO	ORTING PERSON WITH	15,397,7	758					
		10 SHARED D	DISPOSITIVE POWER					
		None						
11	AGGREGATE AMC	UNT BENEFICIAL	LLY OWNED BY EACH REPORTING PERSO	N				
	15,397,758							
12	CHECK BOX IF		AMOUNT IN ROW (9) EXCLUDES CERTA					
13			ED BY AMOUNT IN ROW (9)					
	23.1%							
14	TYPE OF REPOR							
	PN							

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1	NAME OF REPOR							
	I.R.S. IDENTI	F.I.CA.	FION NO. OF ABOVE PERSON (ENTITIES ONLY)					
	Global Privat	e Eq	uity III Limited Partnership					
2	CHECK THE APP	ROPR	IATE BOX IF A MEMBER OF A GROUP*	(A) (B)				
3	SEC USE ONLY							
4 Source of Funds								
	WC							
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)							
6	CITIZENSHIP OR PLACE OF ORGANIZATION							
	Delaware							
		7	SOLE VOTING POWER					
			4,409,908					
NU	JMBER OF	8	SHARED VOTING POWER					
BEN	SHARES NEFICIALLY		None					
C	OWNED BY EACH	9	SOLE DISPOSITIVE POWER					
REPOF	RTING PERSON WITH		4,409,908					
		10	SHARED DISPOSITIVE POWER					
			None					
11	AGGREGATE AMO	UNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	4,409,908							
12	CHECK BOX IF	THE	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SH.	ARES	[]			
13	PERCENT OF CL	ASS	REPRESENTED BY AMOUNT IN ROW (9)					
	7.7%							
14	TYPE OF REPOR	TING	PERSON*					
	PN							

1	NAME OF REPOR	TING PERSON FICATION NO. OF ABOVE PERSON (ENTITIES ONLY)						
		ers GPE-IV Limited Partnership						
2		PROPRIATE BOX IF A MEMBER OF A GROUP*						
۷	CHECK THE APP	ROPRIALE BOX IF A MEMBER OF A GROUP	(A) [X] (B) []					
3	SEC USE ONLY							
4	Source of Fur	ds						
	WC							
5	Check if Disc or 2(e)	closure of Legal Proceedings Is Required Pursuant t	o Items 2(d)					
6	CITIZENSHIP C	CITIZENSHIP OR PLACE OF ORGANIZATION						
	Bermuda							
		7 SOLE VOTING POWER						
		194,890						
1	NUMBER OF	8 SHARED VOTING POWER						
В	SHARES ENEFICIALLY	None						
	OWNED BY EACH	9 SOLE DISPOSITIVE POWER						
REP(ORTING PERSON WITH	194,890						
		10 SHARED DISPOSITIVE POWER						
		None						
11	AGGREGATE AMO	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
	194,890							
12	CHECK BOX IF	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN S	HARES []					
13	PERCENT OF CI	ASS REPRESENTED BY AMOUNT IN ROW (9)						
	0.4%							
14	TYPE OF REPOR	TING PERSON*						
	PN							

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1	NAME OF REPOR		PERSON TION NO. OF ABOVE PERSON (ENTITIES ONLY)		
	Advent PGGM G	lobal	Limited Partnership		
2	CHECK THE APP	ROPRI	TATE BOX IF A MEMBER OF A GROUP*		[X]
3	SEC USE ONLY				
4	Source of Fund	 ds			
	WC				
5	Check if Discon 2(e)	losuı	re of Legal Proceedings Is Required Pursuant to I	Items	 2 (d)
6	CITIZENSHIP O	 R PL <i>I</i>	ACE OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
			440,969		
1	NUMBER OF	8	SHARED VOTING POWER		
ВІ	SHARES ENEFICIALLY		None		
	OWNED BY EACH	9	SOLE DISPOSITIVE POWER		
REPO	ORTING PERSON WITH		440,969		
		10	SHARED DISPOSITIVE POWER		
			None		
11	AGGREGATE AMO	UNT E	SENEFICIALLY OWNED BY EACH REPORTING PERSON		
	440,969				
12	CHECK BOX IF	 THE <i>I</i>	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHAF	RES	[]
13	PERCENT OF CL	ASS F	REPRESENTED BY AMOUNT IN ROW (9)		
	0.8%				
14	TYPE OF REPOR'		PERSON*		
	PN				
CUSI	IP NO. 04532710	3	Schedule 13D Pag	ge 8 o	f 20

1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)								
	Advent Partne	rs GPE	-III Limited Partnership						
2	CHECK THE APP	ROPRIA	TE BOX IF A MEMBER OF A GROUP*	(A) (B)	[X]				
3	SEC USE ONLY								
4	Source of Fun								
	WC								
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)								
6	CITIZENSHIP O	R PLAC	E OF ORGANIZATION						
	Delaware								
		7	SOLE VOTING POWER						
			37 , 760						
NU	JMBER OF	8	SHARED VOTING POWER						
	SHARES VEFICIALLY		None						
	DWNED BY EACH RTING PERSON	9	SOLE DISPOSITIVE POWER						
KEFUF	WITH		37,760						
		10	SHARED DISPOSITIVE POWER						
			None						
11	AGGREGATE AMO	UNT BE	NEFICIALLY OWNED BY EACH REPORTING PERSON						
	37 , 760								
12	CHECK BOX IF	THE AG	GREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHA						
13	PERCENT OF CL	ASS RE	PRESENTED BY AMOUNT IN ROW (9)						
	0.1%								
14	TYPE OF REPOR	TING P							
	PN								
CUSIF	° NO. 04532710	3	Schedule 13D Po	age 9 o:	f 20				

1 NAME OF REPORTING PERSON

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

	Advent Partne	rs (1	NA) GPE-III Limited Partnership					
2	CHECK THE APPI	ROPR	IATE BOX IF A MEMBER OF A GROUP*) [X]) []			
3	SEC USE ONLY							
4	Source of Fund	ds		. — — — — — — — — — — — — — — — — — — —				
	WC							
	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items $2(d)$ or $2(e)$							
6	CITIZENSHIP OF	R PL	ACE OF ORGANIZATION					
	Delaware							
		7	SOLE VOTING POWER					
	NUMBER OF		11,223					
NU		8	SHARED VOTING POWER					
SHARES BENEFICIALLY			None					
С	WNED BY EACH	9	SOLE DISPOSITIVE POWER					
REPOR	TING PERSON WITH		11,223					
		10	SHARED DISPOSITIVE POWER					
			None					
11	AGGREGATE AMOU	JNT I	BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	11,223							
12	CHECK BOX IF :	ГНЕ 2	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN	SHARES	[]			
13	PERCENT OF CLA	ASS I	REPRESENTED BY AMOUNT IN ROW (9)					
	0.0%							
14	TYPE OF REPORT	ΓING	PERSON*					
	PN 							
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¹ NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

	Digital Media	1 & C	ommunications III Limited Partnership							
2	CHECK THE APE	PROPR	IATE BOX IF A MEMBER OF A GROUP*	(A) (B)	[X]					
3	SEC USE ONLY									
4	Source of Fur	ıds								
	WC									
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)									
6	CITIZENSHIP C	R PL	ACE OF ORGANIZATION							
	Delaware									
		7	SOLE VOTING POWER							
			2,036,076							
1	NUMBER OF	8	SHARED VOTING POWER							
BE	SHARES ENEFICIALLY		None							
	OWNED BY EACH	9	SOLE DISPOSITIVE POWER							
REPO	ORTING PERSON WITH		2,036,076							
		10	SHARED DISPOSITIVE POWER							
			None							
11	AGGREGATE AMO	UNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON							
	2,036,076									
12	CHECK BOX IF	THE A	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN	SHARES	[]					
13	PERCENT OF CI	ASS 1	REPRESENTED BY AMOUNT IN ROW (9)							
	3.7%									
14	TYPE OF REPOR	TYPE OF REPORTING PERSON*								
	PN	PN								
CUSI	IP NO. 04532710)3	Schedule 13D	Page 11 o	f 20					
1	NAME OF REPOR		PERSON FION NO. OF ABOVE PERSON (ENTITIES ONLY)							
	Digital Media	1 & C	ommunications III-A Limited Partnership							

2	CHECK THE APP	ROPRI	ATE BOX IF A MEMBER OF A GROUP*			[X]			
3	SEC USE ONLY								
4	Source of Fun	 ds							
	WC								
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)								
6	CITIZENSHIP O	R PLA	CE OF ORGANIZATION						
	Delaware								
		7	SOLE VOTING POWER						
NUMBER OF			1,008,020						
		8	SHARED VOTING POWER						
BE	SHARES ENEFICIALLY		None						
	OWNED BY EACH		SOLE DISPOSITIVE POWER						
REPORTING PERSON WITH			1,008,020						
		10	SHARED DISPOSITIVE POWER						
			None						
11	AGGREGATE AMO	UNT E	ENEFICIALLY OWNED BY EACH REPORTING PERSON						
	1,008,020								
12	CHECK BOX IF	THE A	GGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN	SHARES		[]			
13	PERCENT OF CL	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
	1.9%								
14	TYPE OF REPORTING PERSON*								
	PN								
CUSI	P NO. 04532710	3	Schedule 13D	Page 12	of	: 20			
1	NAME OF REPOR	TING	PERSON TION NO. OF ABOVE PERSON (ENTITIES ONLY)						
	Digital Media	. & Cc	mmunications III-B Limited Partnership						

2	CHECK THE AP		(A) (B)	[X] []					
3	SEC USE ONLY								
4	Source of Fu	nds							
	WC								
5	Check if Discor 2(e)	 closu	re of Legal Proceedings Is Required Pursuant	to It	ems	 2 (d)			
6	CITIZENSHIP (OR PL	ACE OF ORGANIZATION						
	Delaware								
		7	SOLE VOTING POWER						
			251,952						
1	NUMBER OF	8	SHARED VOTING POWER						
В	SHARES ENEFICIALLY		None						
	OWNED BY EACH	9	SOLE DISPOSITIVE POWER						
REP(ORTING PERSON WITH		251,952						
		10	SHARED DISPOSITIVE POWER						
			None						
11	AGGREGATE AM	TNUC	BENEFICIALLY OWNED BY EACH REPORTING PERSON						
	251,952								
12	CHECK BOX IF	THE	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN	SHARE	IS	[]			
13	PERCENT OF C	LASS	REPRESENTED BY AMOUNT IN ROW (9)						
	0.5%								
14	TYPE OF REPO	TYPE OF REPORTING PERSON*							
	PN								
CUS	IP NO. 0453271	03	Schedule 13D	Page	13 o	f 20			
1	NAME OF REPORT		PERSON TION NO. OF ABOVE PERSON (ENTITIES ONLY)						
	Digital Media	a & C	ommunications III-C Limited Partnership						
2	CHECK THE AP	 PROPR	IATE BOX IF A MEMBER OF A GROUP*		(A)	 [X]			

				(1	B) []
3	SEC USE ONLY					-
4	Source of Fu	nds				-
	WC					
5	Check if Dis	closu	re of Legal Proceedings Is Required Pursuant	to Items	s 2(c	l)
6	CITIZENSHIP	OR PL	ACE OF ORGANIZATION			-
	Delaware					
		7	SOLE VOTING POWER			-
			4,031,978			
	NUMBER OF SHARES	8	SHARED VOTING POWER			_
В	ENEFICIALLY OWNED BY		None			
DFD	EACH ORTING PERSON	9	SOLE DISPOSITIVE POWER			
ТСП	WITH		4,031,978			_
		10	SHARED DISPOSITIVE POWER			
			None			
11	AGGREGATE AM	OUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON			_
	4,031,978					
12	CHECK BOX IF	THE .	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN	SHARES]]
13	PERCENT OF C	LASS	REPRESENTED BY AMOUNT IN ROW (9)			-
	7.1%					
14	TYPE OF REPO	RTING	PERSON*			_
	PN					
						_
CUS	IP NO. 0453271	03	Schedule 13D	Page 14	of 2	:0
1	NAME OF REPO		PERSON FION NO. OF ABOVE PERSON (ENTITIES ONLY)			-
	Digital Medi	a & C	ommunications III-D C.V.			
2	CHECK THE AP	PROPR	IATE BOX IF A MEMBER OF A GROUP*		 A) [> B) [_ []

3	SEC USE ONLY				
4	Source of Funds WC				
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d or 2(e)			to Items 2(d)	
6	CITIZENSHIP OR PLACE OF ORGANIZATION				
	Netherlands				
		7	SOLE VOTING POWER		
			755,963		
1	IUMBER OF	8	SHARED VOTING POWER		
BE	SHARES		None		
	OWNED BY EACH	9	SOLE DISPOSITIVE POWER		
REPO	RTING PERSON WITH		755 , 963		
		10	SHARED DISPOSITIVE POWER		
			None		
11	AGGREGATE AMO	OUNT E	SENEFICIALLY OWNED BY EACH REPORTING PERSON		
	755 , 963				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []				
13	PERCENT OF CI	LASS I	REPRESENTED BY AMOUNT IN ROW (9)		
	1.4%				
14	TYPE OF REPORTING PERSON*				
	PN				
CUSI	P NO. 04532710)3	Schedule 13D	Page 15 of 20	
1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)				
	Digital Media	a & Co	ommunications III-E C.V.		
2	CHECK THE APE	PROPRI	ATE BOX IF A MEMBER OF A GROUP*	(A) [X] (B) []	

3	SEC USE ONLY					
4	Source of Funds					
	WC					
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(dong 2(e)					
6	CITIZENSHIP OR PLACE OF ORGANIZATION					
	Netherlands					
		7	SOLE VOTING POWER			
			504,010			
N	UMBER OF	8	SHARED VOTING POWER			
	SHARES BENEFICIALLY		None			
	OWNED BY EACH	9	SOLE DISPOSITIVE POWER			
REPO	RTING PERSON WITH		504,010			
		10	SHARED DISPOSITIVE POWER			
			None			
11	AGGREGATE AMO	OUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	504,010					
12	CHECK BOX IF	THE	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN	SHARES []		
13	PERCENT OF CI	LASS :	REPRESENTED BY AMOUNT IN ROW (9)			
	0.9%					
14	TYPE OF REPORTING PERSON*					
	PN					
CUSI	P NO. 04532710)3	Schedule 13D	Page 16 of 20		
1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)					
	Advent Partne	ers D	MC III Limited Partnership			
2	CHECK THE APE	PROPR	IATE BOX IF A MEMBER OF A GROUP*	(A) [X] (B) []		
3	SEC USE ONLY					

4	Source of Funds						
	WC						
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(o or 2(e)						
6	CITIZENSHIP OR PLACE OF ORGANIZATION						
	Delaware						
		7	SOLE VOTING POWER				
			116,850				
1	NUMBER OF SHARES BENEFICIALLY		SHARED VOTING POWER				
В			None				
	OWNED BY EACH	 9	SOLE DISPOSITIVE POWER				
REP(ORTING PERSON WITH		116,850				
		10	SHARED DISPOSITIVE POWER				
			None				
11	AGGREGATE AMO	OUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	116,850						
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES [
13	PERCENT OF CI	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	0.2%						
14	TYPE OF REPORTING PERSON*						
	PN						
CUS	IP NO. 04532710)3	Schedule 13D	Page 17 of 20			
1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)						
	Advent Energy II Limited Partnership						
2	CHECK THE APE	 PROPR	IATE BOX IF A MEMBER OF A GROUP*	(A) [X] (B) []			
3	SEC USE ONLY						

4	Source of Funds							
	WC							
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(c or 2(e)							
6	CITIZENSHIP (OR PL	ACE OF ORGANIZATION					
	Delaware							
		7	SOLE VOTING POWER					
			2,078,977					
NUMBER OF		8	SHARED VOTING POWER					
BE	SHARES NEFICIALLY		None					
	OWNED BY EACH	 9	SOLE DISPOSITIVE POWER					
REPC	RTING PERSON WITH		2,078,977					
		10	SHARED DISPOSITIVE POWER					
			None					
12	2,078,977 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES [
12	CHECK BOX IF	THE	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN	SHARES [
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
	3.8%							
14 TYPE OF REPORTING PERSON*								
	PN							
CUSI	P NO. 04532710	03	Schedule 13D	Page 18 of 20				
1	NAME OF REPORT		PERSON TION NO. OF ABOVE PERSON (ENTITIES ONLY)					
	Advent Partne	ers I	I Limited Partnership					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (A) [X (B) [
3	SEC USE ONLY							

4	Source of Funds					
	WC					
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)					
6						
	Delaware					
		7	SOLE VOTING POWER			
			223,002			
1	NUMBER OF	8	SHARED VOTING POWER			
SHARES BENEFICIALLY			None			
DED	OWNED BY EACH DRTING PERSON	9	SOLE DISPOSITIVE POWER			
NEF(WITH		223,002			
			SHARED DISPOSITIVE POWER			
			None			
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
	223,002					
12	12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []					
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
0.4%						
14	14 TYPE OF REPORTING PERSON*					
PN						
0	- No 04500513		0.1.1.1.405	D 10 5 55		
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Amendment No. 3 to Schedule 13D

Reference is hereby made to the statement on Schedule 13D filed with the Securities and Exchange Commission (the "Commission") on August 22, 2003, as amended by Amendment No. 1 thereto filed with the Commission on June 6, 2006 and Amendment No. 2 thereto filed with the commission on July 26, 2006 (as so amended, the "Schedule 13D"). Terms defined in the Schedule 13D are used herein as so defined.

Item 4. Purpose of the Transaction

Item 4 is hereby amended by adding the following thereto after the first paragraph of Item 4 contained in the Schedule 13D:

On December 14, 2006, the Reporting Persons entered into Rule 10b5-1 Plans, in the form filed as Exhibit A to this Amendment No. 3, relating to the proposed sale of shares of Common Stock by UBS Securities LLC (the "Broker"). The Rule 10b5-1 Plans provide that the Broker may, commencing March 1, 2007, sell shares of Common Stock in amounts up to the volume limitations set forth in Rule 144 promulgated under the Securities Act of 1933, as amended, at prices specified in each Rule 10b5-1 Plan. The term of the Rule 10b5-1 Plans continues until August 27, 2007 (the date which is 180 days after March 1, 2007), unless terminated earlier in accordance with the 10b5-1 Plans.

The form of Rule 10b5-1 Plan is attached hereto as Exhibit A and any description thereof is qualified in its entirety by reference thereto.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Item 6 is hereby amended by adding the following thereto: On December 14, 2006, the Reporting Persons entered into the 10b5-1 Plans described above.

Item 7. Material to be Filed as Exhibits.

Exhibit A Form of Rule $10\mathrm{b}5-1$ Plans between the Reporting Persons and UBS Securities LLC.

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Schedule 13D

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, ${\tt I}$ certify that the information set forth in this statement is true, complete and correct.

December 15, 2006

Global Private Equity IV Limited Partnership

Global Private Equity III Limited Partnership

Advent PGGM Global Limited Partnership

Digital Media & Communications III Limited Partnership

Digital Media & Communications III-A Limited Partnership

Digital Media & Communications III-B Limited Partnership

Digital Media & Communications III-C Limited Partnership

Digital Media & Communications III-D C.V.

Digital Media & Communications III-E C.V.

Advent Energy II Limited Partnership

By: Advent International Limited Partnership,

General Partner

By: Advent International Corporation,

General Partner

By: Jarlyth H. Gibson, Assistant Compliance Officer*

Advent International Limited Partnership

Advent Partners II Limited Partnership

Advent Partners GPE-IV Limited Partnership

Advent Partners GPE-III Limited Partnership

Advent Partners (NA) GPE-III Limited Partnership

Advent Partners DMC-III Limited Partnership

By: Advent International Corporation,

General Partner

By: Jarlyth H. Gibson, Assistant Compliance Officer*

ADVENT INTERNATIONAL CORPORATION

By: Jarlyth H. Gibson, Assistant Compliance Officer*

* For all of the above:

/s/ Jarlyth H. Gibson

Jarlyth H. Gibson, Assistant Compliance Officer