

Edgar Filing: BEARINGPOINT INC - Form SC 13G

BEARINGPOINT INC
Form SC 13G
February 13, 2009

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934*
(Amendment No.)

BEARINGPOINT, INC.

(Name of Issuer)

Common Stock, Par Value \$0.01

(Title of Class of Securities)

074002205

(CUSIP Number)

November 13, 2008

(Date of Event which Requires Filing
of this Statement)

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

Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*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 the disclosures provided in a prior cover page.

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 (however, see the Notes).

CUSIP No. 074002205

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1 NAME OF REPORTING PERSON
EagleRock Capital Management, LLC

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
04-2693383

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

| | |
|---|----------------------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 SOLE VOTING POWER |
| | 0 |
| | 6 SHARED VOTING POWER |
| | 350,208 |
| | 7 SOLE DISPOSITIVE POWER |
| | 0 |
| | 8 SHARED DISPOSITIVE POWER |
| | 350,208 |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
350,208

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
7.9% (see Item 4)

12 TYPE OF REPORTING PERSON*
00

*SEE INSTRUCTION BEFORE FILLING OUT

1 NAME OF REPORTING PERSON

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Nader Tavakoli

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

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

| | | |
|---|----------------------------|---------|
| | 5 SOLE VOTING POWER | 0 |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 6 SHARED VOTING POWER | 437,758 |
| | 7 SOLE DISPOSITIVE POWER | 0 |
| | 8 SHARED DISPOSITIVE POWER | 437,758 |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

437,758

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

9.9% (see Item 4)

12 TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTION BEFORE FILLING OUT

SCHEDULE 13G

This Schedule 13G is being filed on behalf of EagleRock Capital Management, LLC, a Delaware limited liability company ("EagleRock Capital") and Mr. Nader Tavakoli, the principal of EagleRock Capital and the sole member and manager of Mountain Special Situations Fund, LLC, a Delaware limited liability company ("Mountain Special"), relating to shares of common stock, par value \$0.01 per

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share (the "Common Stock"), of BearingPoint, Inc., a Delaware corporation (the "Issuer").

Item 1(a) Name of Issuer:

BearingPoint, Inc.

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

1676 International Drive
McLean, VA 22102

Items 2(a) Name of Person Filing:

EagleRock Capital Management, LLC and Nader Tavakoli

Item 2(b) Address of Principal Business Office:

24 West 40th St., 10th Floor
New York, NY 10018

Item 2(c) Citizenship:

EagleRock Capital is a limited liability company organized under the laws of the state of Delaware. Nader Tavakoli is a United States citizen.

Item 2(d) Title of Class of Securities:

Common Stock, par value \$0.01 per share

Item 2(e) CUSIP Number:

074002205

Item 3 Not Applicable

Item 4 Ownership:

The percentages used herein are calculated based upon the approximately 4,417,036 shares of Common Stock which the Issuer reported outstanding as the result of a stock split on December 10, 2008 on the Issuer's Current Reports on Form 8-K filed with the Securities

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As of the close of business on February 9, 2009:

1. EagleRock Capital Management, LLC
(a) Amount beneficially owned: 350,208
(b) Percent of class: 7.9%
(c) (i) Sole power to vote or direct the vote: -0-
(ii) Shared power to vote or direct the vote: 350,208
(iii) Sole power to dispose or direct the disposition: -0-
(iv) Shared power to dispose or direct the disposition:
350,208

2. Nader Tavakoli
(a) Amount beneficially owned: 437,758
(b) Percent of class: 9.9%
(c) (i) Sole power to vote or direct the vote: -0-
(ii) Shared power to vote or direct the vote: 437,758
(iii) Sole power to dispose or direct the disposition: -0-
(iv) Shared power to dispose or direct the disposition:
437,758

EagleRock Capital and Nader Tavakoli own directly no shares of Common Stock. Pursuant to investment management agreements, EagleRock Capital maintains investment and voting power with respect to shares of Common Stock held by EagleRock Master Fund, LP, a limited partnership existing under the laws of the Cayman Islands ("ERMF") and EagleRock Institutional Partners, LP, a Delaware limited partnership ("ERIP"). Mr. Tavakoli, as the manager of EagleRock Capital and the sole member and manager of Mountain Special, controls their investment decisions. ERMF holds 175,106 shares of Common Stock. ERIP holds 175,102 shares of Common Stock. Mountain Special holds 87,550 shares of Common Stock. By reason of the provisions of Rule 13d-3 of the Securities Exchange Act of 1934, as amended, each of (i) EagleRock Capital and Mr. Tavakoli may be deemed to beneficially own 350,208 shares of Common Stock (constituting approximately 7.9% of the shares of Common Stock outstanding); and (ii) Mr. Tavakoli may be deemed to beneficially own 87,550 shares of Common Stock (constituting approximately 2.0% of the shares of Common Stock outstanding).

The filing of this Schedule 13G shall not be construed as an admission that EagleRock Capital or Mr. Tavakoli is for the purposes of Section 13(d) or 13(g) of the Securities Exchange Act of 1934, the beneficial owner of any of the shares of Common Stock held by ERMF, ERIP or Mountain Special. Pursuant to Rule 13d-4, each of EagleRock and Mr. Tavakoli disclaim all such beneficial ownership.

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Item 5

Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the

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beneficial owner of more than five percent of the class of securities, check the following. []

Item 6 Ownership of More than Five Percent on Behalf of Another

Person:

Not Applicable

Item 7 Identification and Classification of the

Subsidiary Which Acquired the Security Being

Reported on By the Parent Holding Company:

Not Applicable

Item 8 Identification and Classification of Members

of the Group:

Not Applicable

Item 9 Notice of Dissolution of Group:

Not Applicable

Item 10 Certification:

By signing below the signatory certifies that, to the best of his 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.

Exhibit 99.1 Joint Filing Agreement dated February 13, 2009 between EagleRock Capital Management, LLC and Nader Tavakoli.

SIGNATURE

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

Dated: February 13, 2009

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EAGLEROCK CAPITAL MANAGEMENT, LLC

By: /s/ Nader Tavakoli

Name: Nader Tavakoli
Title: Managing Member

NADER TAVAKOLI

/s/ Nader Tavakoli

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