

MILLER LLOYD I III  
Form SC 13G/A  
February 20, 2004

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13G

(RULE 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b)(c), AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(b)

(AMENDMENT NO. 3) \*

California Coastal Communities, Inc.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

129915203

-----  
(CUSIP Number)

December 31, 2003

-----  
(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)

Page 1 of 4  
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\* 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.

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).

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1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
  
Lloyd I. Miller, III 279-42-7925

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (A) [ ]  
(B) [ ]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
  
United States

	5	SOLE VOTING POWER	
NUMBER OF		317,698**	
SHARES		-----	
BENEFICIALLY	6	SHARED VOTING POWER	
OWNED BY		402,459**	
EACH		-----	
REPORTING	7	SOLE DISPOSITIVE POWER	
PERSON		141,405	
WITH		-----	
	8	SHARED DISPOSITIVE POWER	
		578,752	

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
  
720,157

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
  
7.2%\*\*\*

12 TYPE OF REPORTING PERSON  
  
IN-IA-OO\*

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

\*\* Due to a clerical error, the Amendment No. 2 to the Schedule 13G filed on February 17, 2004 ("Amendment No. 2"), mistakenly listed the amount of securities held by the reporting person with respect to (i) sole voting power as 368,064 and (ii) shared voting power as 402,459.

\*\*\* Due to a clerical error, Amendment No. 2 incorrectly listed the percent of class represented in Row (9) as 7.7%.

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Item 1(a). Name of Issuer: California Coast  
Item 1(b). Address of Issuers's Principal Executive Offices: 6 Executive Circl  
Irvine, CA 92614  
Item 2(a). Name of Person Filing: Lloyd I. Miller,  
Item 2(b). Address of Principal Business Office or, if None, Residence: 4550 Gordon Drive  
Item 2(c). Citizenship: U.S.A.  
Item 2(d). Title of Class of Securities: Common Stock  
Item 2(e). CUSIP Number: 129915203

Item 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b) OR 13d-2(b) or  
(c), CHECK WHETHER THE PERSON FILING IS A:

Not Applicable, this statement is filed pursuant to 13d-1(c)

Item 4. OWNERSHIP: The reporting person (i) has shared dispositive power  
with respect to 578,752 shares of the reported securities as (a) an  
investment advisor to the trustee of certain family trusts, (b) as  
trustee to a grantor retained annuity trust and (c) as the investment  
advisor to a certain custodial account, (ii) has shared voting power  
with respect to 402,459 of the reported securities an investment  
advisor to the trustee of certain family trusts, (iii) has sole  
dispositive power with respect to 141,405 shares of the reported  
securities as (a) an individual and (b) as the manager of a limited  
liability company that is the general partner of certain limited  
partnerships, and (iv) has sole voting power with respect to 317,698  
shares of the reported securities as (a) an individual, (b) as the  
manager of a limited liability company that is the general partner of a  
limited partnership and (c) as trustee to a grantor retained annuity  
trust .

(a) 720,157

(b) 7.2%

(c) (i) sole voting power: 317,698

(ii) shared voting power: 402,459

(iii) sole dispositive power: 141,405

(iv) shared dispositive power: 578,752

Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

Not Applicable

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Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

Persons other than Lloyd I. Miller, III have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the reported securities.

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 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.

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 20, 2003

/s/ Lloyd I. Miller, III  
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Lloyd I. Miller, III