OAK HILL SECURITIES FUND LP Form SC 13D/A December 23, 2003

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Schedule 13D

Under the Securities Exchange Act of 1934 (Amendment No. 2)*

Clean Harbors, Inc.
 (Name of Company)

Common Stock, Par Value \$.01 Per Share
 (Title of Class of Securities)

184496107 (Cusip Number)

Charles A. Irwin

c/o Oak Hill Securities Fund, L.P.

201 Main Street, Suite 1910

Forth Worth, TX 76102

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

December 19, 2003 (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 Sections 240.13d-1(e), 240.13d-1(f), or 240.13d-1(g), check the following box [_].

*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 ("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. 184496107 2

1 NAME OF REPORTING PERSON:

Oak Hill Securities Fund, L.P.

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

3 SEC USE ONLY

4	SOURCE OF FUNDS:			
	00			
 5			EGAL PROCEEDINGS IS REQUIRED	PURSUANT TO
6	CITIZENSHIP OR PLA	.CE OF ORGA	.NIZATION:	
	Delaware			
	NUMBER OF	7	SOLE VOTING POWER:	172,598 (1)
	SHARES BENEFICIALLY OWNED	8	SHARED VOTING POWER:	0
	BY EACH REPORTING PERSON	9	SOLE DISPOSITIVE POWER:	172,598 (1)
	WITH	10	SHARED DISPOSITIVE POWER:	0
13	PERCENT OF CLASS R	EPRESENTED	BY AMOUNT IN ROW (11):	[_]
 14		PERSON:		
	PN			
1.	"Company"), that are h ("OHSF") and (ii) 161, be held directly by OH Convertible Preferred "Series C Preferred Sto Series C Preferred Sto conversion ratio for t stated value as of Sep	eld direct 953 shares SF upon co Stock, par ock"). Sub ck are con he Series tember 30, rities Gen	Common Stock of Clean Harbors ly by Oak Hill Securities Furst of Common Stock of the Companion version of its 1,675 shares a value \$0.01 per share, of the ject to certain limitations, evertible into shares of Common C Preferred Stock was calculated 2003. OHSF is managed by its Par, L.P., which is managed by Inc.	nd, L.P. any that would of Series C ne Company (the such shares of on Stock. The ated using the s general
CUSI	IP No. 184496107			3
	NAME OF REPORTING	 PERSON:		

Oak Hill Securities GenPar, L.P.

2	CHECK THE APPROP	RIATE BOX IF	A MEMBER OF A GROUP:	(a) (b)	[X]
3	SEC USE ONLY				
 4	SOURCE OF FUNDS:				
	00				
5	CHECK BOX IF DISC ITEMS 2(d) or 2(c		EGAL PROCEEDINGS IS REQUIR	ED PURS	 UANT TO [_]
6	CITIZENSHIP OR P	LACE OF ORGA	NIZATION:		
	Delawar	е			
	NUMBER OF	7	SOLE VOTING POWER:	172	,598 (2)
	SHARES BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:	0	
	EACH REPORTING PERSON	9	SOLE DISPOSITIVE POWER:	172	, 598 (2)
	WITH	10	SHARED DISPOSITIVE POWE	R: 0	
 11	AGGREGATE AMOUNT	BENEFICIALL	Y OWNED BY EACH REPORTING	 PERSON:	
12	CHECK BOX IF THE	AGGREGATE AI	MOUNT IN ROW (11) EXCLUDES	CERTAI	N SHARES:
					[_]
13	PERCENT OF CLASS	REPRESENTED	BY AMOUNT IN ROW (11):		
	1.2%				
	TYPE OF REPORTING	G PERSON:			
14					

Represents 172,598 shares of Common Stock of the Company that are beneficially owned by Oak Hill Securities GenPar, L.P. ("OHS GenPar"), in its capacity as general partner of OHSF, with respect to 10,645 shares of Common Stock held directly by OHSF and 161,953 shares of Common Stock which would be held directly by OHSF upon conversion of the 1,675 shares of Series C Preferred Stock owned by OHSF. Subject to certain limitations, such shares of Series C Preferred Stock are convertible into shares of Common Stock. The conversion ratio for the Series C Preferred Stock was calculated using the stated value as of September 30, 2003. OHS GenPar is managed by its general partner Oak Hill Securities MGP, Inc.

CUSI	IP No. 184496107					4
1	NAME OF REPORTING	F PERSON:				
	Oak Hill	Securities	MGP, Inc.			
2	CHECK THE APPROPE	RIATE BOX IF	A MEMBER OF A GROUP:	(a) (b)		
3	SEC USE ONLY					
4	SOURCE OF FUNDS:					
	00					
5	CHECK BOX IF DISC ITEMS 2(d) or 2(e		.EGAL PROCEEDINGS IS REQUIR	ED PURSU	JANT TO	
6	CITIZENSHIP OR PI	ACE OF ORGA	NIZATION:			
	Delaware	2				
	NUMBER OF SHARES	7	SOLE VOTING POWER:	172 ,	,598 (3)	
	BENEFICIALLY OWNED	8	SHARED VOTING POWER:	0		
	BY EACH REPORTING	9	SOLE DISPOSITIVE POWER:	172 ,	,598 (3)	
	PERSON WITH	10	SHARED DISPOSITIVE POWE	R: 0		
11	AGGREGATE AMOUNT	BENEFICIALI	JY OWNED BY EACH REPORTING	PERSON:		
	172,598 (3)					
12	CHECK BOX IF THE	AGGREGATE A	AMOUNT IN ROW (11) EXCLUDES	CERTAIN	N SHARES	:
					[_]	
13	PERCENT OF CLASS	REPRESENTED	BY AMOUNT IN ROW (11):			
	1.2%					
14	TYPE OF REPORTING	G PERSON:				
	СО					

Represents 172,598 shares of Common Stock of the Company that are beneficially owned by Oak Hill Securities MGP, Inc. ("OHS MGP"), in its capacity as general partner of OHS GenPar, the general partner of OHSF, with respect to 10,645 shares of Common Stock held directly by OHSF and

161,953 shares of Common Stock which would be held directly by OHSF upon conversion of the 1,675 shares of Series C Preferred Stock owned by OHSF. Subject to certain limitations, such shares of Series C Preferred Stock are convertible into shares of Common Stock. The conversion ratio for the Series C Preferred Stock was calculated using the stated value as of September 30, 2003.

CUSI	P No. 184496107				5
1	NAME OF REPORTING	PERSON:			
	Oak Hill	Securities	s Fund II, L.P.		
2	CHECK THE APPROPR	IATE BOX IF	' A MEMBER OF A GROUP:		[_] [X]
3	SEC USE ONLY				
4	SOURCE OF FUNDS:				
	00				
5	CHECK BOX IF DISC ITEMS 2(d) or 2(e		EGAL PROCEEDINGS IS REQUI		 NT TO [_]
6	CITIZENSHIP OR PL	ACE OF ORGA	ANIZATION:		
	Delaware				
	NUMBER OF	7	SOLE VOTING POWER:	356 , 32	24 (4)
	SHARES BENEFICIALLY OWNED	8	SHARED VOTING POWER:	0	
	BY EACH REPORTING	9	SOLE DISPOSITIVE POWER	: 356,32	24 (4)
	PERSON WITH	10	SHARED DISPOSITIVE POW	ER: 0	
11	AGGREGATE AMOUNT	BENEFICIALI	LY OWNED BY EACH REPORTING	PERSON:	
12	CHECK BOX IF THE	AGGREGATE A	MOUNT IN ROW (11) EXCLUDE	S CERTAIN S	SHARES:
				I	[_]
13		REPRESENTED	BY AMOUNT IN ROW (11):		
 14	2.5% TYPE OF REPORTING	 PERSON:			

PN

4	directly by Oak Hill Se shares of Common Stock conversion of its 3,465 certain limitations, su convertible into shares Series C Preferred Stock September 30, 2003. OHS	which would shares on the control of shares on the common of the control of the c	Common Stock of the Company Fund II, L.P. ("OHSF II") at ld be held directly by OHSF f Series C Preferred Stock. of Series C Preferred Stock a Stock. The conversion rate culated using the stated valuated by its general partners is managed by its general	nd (ii) 33 II upon Subject t k are io for the lue as of er Oak Hil	5,024 o
CUSI	P No. 184496107				6
1	NAME OF REPORTING P	PERSON:			
	Oak Hill S	Securities	GenPar II, L.P.		
2	CHECK THE APPROPRIA	TE BOX IF		(a) [_ (b) [X	-
3	SEC USE ONLY				
4	SOURCE OF FUNDS:				
	00				
5	CHECK BOX IF DISCLO		EGAL PROCEEDINGS IS REQUIRE	D PURSUANT	
6	CITIZENSHIP OR PLAC	E OF ORGAN	 NIZATION:		
	Delaware				
	NUMBER OF	7	SOLE VOTING POWER:	356 , 324	(5)
	SHARES BENEFICIALLY OWNED	8	SHARED VOTING POWER:	0	
	BY EACH REPORTING	9	SOLE DISPOSITIVE POWER:	356 , 324	(5)
	PERSON WITH	10	SHARED DISPOSITIVE POWER	: 0	
11	AGGREGATE AMOUNT BE	NEFICIALLY	Y OWNED BY EACH REPORTING P	ERSON:	

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:

[_]

13	PERCENT OF CLASS I	REPRESENTED	BY AMOUNT IN ROW (11):		
	2.5%				
14	TYPE OF REPORTING	PERSON:			
	PN				
5	beneficially owned by II"), in its capacity 21,300 shares of Common Stock conversion of the 3,40 II. Subject to certain are convertible into Series C Preferred Stock.	Oak Hill S as general on Stock he k which wou 65 shares o n limitatio shares of C ock was cal HS GenPar I	amon Stock of the Company the Securities GenPar II, L.P. (Department of OHSF II, with restled directly by OHSF II and all be held directly by OHSF of Series C Preferred Stock ons, such shares of Series Common Stock. The conversion coulated using the stated variations and the stated of the conversion of the conversio	"OHS Geespect (ii) 33 II upo owned keespect ratio lue as	to (i) 35,024 on by OHSF rred Stock for the of
CUS	IP No. 184496107				7
1	NAME OF REPORTING	PERSON:			
	Oak Hill	Securities	MGP II, Inc.		
2	CHECK THE APPROPR	IATE BOX IF	' A MEMBER OF A GROUP:	(a) (b)	[_] [X]
3	SEC USE ONLY				
4	SOURCE OF FUNDS:				
	00				
5			EGAL PROCEEDINGS IS REQUIRE	 D PURSI	JANT TO
	ITEMS 2(d) or 2(e)				[_]
6	CITIZENSHIP OR PL		NIZATION:		
	Delaware				
	NUMBER OF	7	SOLE VOTING POWER:	356,	
	SHARES BENEFICIALLY OWNED	8	SHARED VOTING POWER:	0	
	BY EACH REPORTING	9	SOLE DISPOSITIVE POWER:	356,	,324 (6)
	PERSON WITH	10	SHARED DISPOSITIVE POWER		

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:
	356,324 (6)
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:
	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):
	2.5%
14	TYPE OF REPORTING PERSON:
	CO
	beneficially owned by Oak Hill Securities MGP II, Inc. ("OHS MGP II"), in its capacity as general partner of OHS GenPar II, the general partner of OHSF II, with respect to (i) 21,300 shares of Common Stock held directly by OHSF II and (ii) 335,024 shares of Common Stock which would be held directly by OHSF II upon conversion of the 3,465 shares of Series C Preferred Stock owned by OHSF II. Subject to certain limitations, such shares of Series C Preferred Stock are convertible into shares of Common Stock. The conversion ratio for the Series C Preferred Stock was calculated using the stated value as of September 30, 2003.
CUS:	IP No. 184496107 8
_	Oak Hill Asset Management, Inc.
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a) [_] (b) [X]
	(p) [X]
3	SEC USE ONLY
4	SOURCE OF FUNDS:
	00
5	CHECK BOX 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: 94,001 (7) NUMBER OF
	SHARESBENEFICIALLY 8 SHARED VOTING POWER: 0

	OWNED							
	BY EACH REPORTING	9	SOLE	DISPOSITIVE	POWER:	94,0	01 (7)	
	PERSON WITH	10	SHARI	ED DISPOSITI	VE POWER:	0		
11	AGGREGATE AMOUNT	BENEFICIALLY	Y OWNED	BY EACH REP	 ORTING PE	RSON:		
 12	CHECK BOX IF THE	AGGREGATE AN	 MOUNT II	N ROW (11) E	 KCLUDES C	ERTAIN	 I SHARES [_]	 3:
 13		REPRESENTED	BY AMO	JNT IN ROW (11):			
	0.7% 							
14	TYPE OF REPORTING	PERSON:						
	CO							
CUSI	Company, consisting of such clients and (ii) directly by such clie Preferred Stock owned certain limitations, convertible into the beneficially owns such Preferred Stock was 62003.	86,536 sharents upon cond by those in such shares shares of Condon shares. The	res of (nversion nvestmen of Sers ommon St he conve	Common Stock n of the 895 nt advisee c les C Prefer cock describersion ratio	which wo shares o lients. S red Stock ed above. for the	uld be f Seri ubject are OHAM Series	e held Les C to	,
 1	NAME OF REPORTING							
_		l Advisors, 1	T D					
 2	CHECK THE APPROPE			ER OF A GROU		a) b)		
3	SEC USE ONLY							
4	SOURCE OF FUNDS:							
5	CHECK BOX IF DISC ITEMS 2(d) or 2(e		EGAL PRO	DCEEDINGS IS	REQUIRED	PURSU	JANT TO	

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

	Delaware					
	NUMBER OF	7	SOLE VOTING POWER:	44	, 282	(8)
	SHARES BENEFICIALLY OWNED	8	SHARED VOTING POWER:	0		
	BY EACH REPORTING	9	SOLE DISPOSITIVE POWE	R: 44	 ,282	(8)
	PERSON WITH	10	SHARED DISPOSITIVE PO	WER: 0		
 11	AGGREGATE AMOUNT	BENEFICIALLY	OWNED BY EACH REPORTING	G PERSON	:	
	44,282 (8) 					
12	CHECK BOX IF THE	AGGREGATE AN	40UNT IN ROW (11) EXCLUD	ES CERTA	IN SH	
	DEDGENE OF GLAGG		DV AMOUNT IN DOLL (11)			
13	0.3%	KEPKESENIED	BY AMOUNT IN ROW (11):			
14	TYPE OF REPORTING	PERSON:				
	PN					
	beneficially owns 44, of (i) 3,190 shares o 44,282 shares of Comm upon conversion of th investment advisee cl Series C Preferred St described above. OHA for the Series C Pref	282 shares of Common Stock white 425 shares ient. Subject ock are convibeneficially erred Stock	is an investment advisor of Common Stock of the Cock held directly by such the would be held directly of Series C Preferred at to certain limitation wertible into the shares yowns such shares. The was calculated using the haged by its general para	ompany, h client ly by su Stock ow s, such of Comm conversi e stated	consi and ch cl ned b share on St on ra valu	sting (ii) ient by that s of ock tio e as
1	NAME OF REPORTING	PERSON:				
	Oak Hill	Advisors MO	GP, Inc.			
2	CHECK THE APPROPR	IATE BOX IF		(a) (b)] _] X]	
3	SEC USE ONLY					

4	SOURCE OF FUNDS:			
	00			
5			LEGAL PROCEEDINGS IS REQUIRED	PURSUANT TO
	ITEMS 2(d) or 2(e)	:		[_]
6	CITIZENSHIP OR PLA	CE OF ORGA	ANIZATION:	
	Delaware			
	NUMBER OF	7	SOLE VOTING POWER:	44,282 (9)
	SHARES BENEFICIALLY OWNED	8	SHARED VOTING POWER:	0
	BY EACH REPORTING	9	SOLE DISPOSITIVE POWER:	44,282 (9)
	PERSON WITH	10	SHARED DISPOSITIVE POWER:	0
11	AGGREGATE AMOUNT BI	ENEFICIALI	LY OWNED BY EACH REPORTING PER	SON:
12	CHECK BOX IF THE A	 GGREGATE <i>I</i>	AMOUNT IN ROW (11) EXCLUDES CE	ERTAIN SHARES:
				[_]
13	PERCENT OF CLASS RI	EPRESENTEI	D BY AMOUNT IN ROW (11):	
	0.3%			
14	TYPE OF REPORTING I	PERSON:		
	СО			
9	investment advisor. One Common Stock of the Common Stock of the Common Held directly by such a would be held directly Series C Preferred Stock limitations, such share the shares of Common Stantes. The conversion	e client of mpany, concolient and by such ock owned kes of Seritock description for the contolient of	HA MGP"), is the general partroof OHA beneficially owns 44,28 asisting of (i) 3,190 shares of (ii) 41,092 shares of Common client upon conversion of the by such client. Subject to certies C Preferred Stock are converibed above. OHA MGP beneficiar the Series C Preferred Stock are as of September 30, 2003.	22 shares of of Common Stock of Stock which 425 shares of ttain rertible into ally owns such
CUSI	TP No. 184496107			11
1	NAME OF REPORTING I	PERSON:		
	Glenn R. 2	August		
2	CHECK THE ADDRODD:		F A MEMBER OF A CROUR. (2	[_] 44,282 (9) 0 R: 44,282 (9) WER: 0 G PERSON: [_] partner of OHA, an 44,282 shares of res of Common Stock om the 425 shares of certain convertible into ficially owns such Stock was

				(b)	[X]
3	SEC USE ONLY				
4	SOURCE OF FUNDS:				
	00				
5	CHECK BOX IF DISCLO ITEMS 2(d) or 2(e):		EGAL PROCEEDINGS IS REQUIRED) PURSU.	ANT TO
6	CITIZENSHIP OR PLAC	CE OF ORGA	NIZATION:		
	United Sta	ates of Am	erica		
	NUMBER OF	7	SOLE VOTING POWER:	667,	205 (10)
	United Sta	8	SHARED VOTING POWER:	0	
	EACH REPORTING	9	SOLE DISPOSITIVE POWER:	667,	205 (10)
		10	SHARED DISPOSITIVE POWER:	: 0	
11		ENEFICIALL	Y OWNED BY EACH REPORTING PE	ERSON:	
12	CHECK BOX IF THE AC	GGREGATE A	MOUNT IN ROW (11) EXCLUDES (CERTAIN	SHARES:
13	PERCENT OF CLASS RE	PRESENTED	BY AMOUNT IN ROW (11):		
	4.6%				
14	TYPE OF REPORTING E	PERSON:			
	IN				
 10			mon Stock that are beneficia i) 172,598 shares of Common		

Represents 667,205 shares of Common Stock that are beneficially owned by Glenn R. August, consisting of (i) 172,598 shares of Common Stock that are beneficially owned by Glenn R. August, as the sole stockholder of OHS MGP, (ii) 356,324 shares of Common Stock that are beneficially owned by Glenn R. August, as the sole stockholder of OHS MGP II, (iii) 94,001 shares of Common Stock that are beneficially owned by Glenn R. August, as the sole stockholder of OHAM, and (iv) 44,282 shares of Common Stock that are beneficially owned by Glenn R. August, as the sole stockholder of OHA MGP. Subject to certain limitations, the shares of Series C Preferred Stock owned by these entities are convertible into shares of Common Stock. The conversion ratio for the Series C Preferred Stock was calculated using the stated value as of September 30, 2003.

C051	P No. 184496107				1
1	NAME OF REPORTING	PERSON:			
	Oak Hill	Securities	Fund Liquidating Trust		
2	CHECK THE APPROPRI	IATE BOX IF	A MEMBER OF A GROUP:	(a) (b)	[_] [X]
3	SEC USE ONLY				
4	SOURCE OF FUNDS:				
	00				
5	CHECK BOX IF DISCI		EGAL PROCEEDINGS IS REQUIE	RED PURS	JANT TO
6	CITIZENSHIP OR PLA	ACE OF ORGA	NIZATION:		
	Delaware				
	NUMBER OF SHARES	7	SOLE VOTING POWER:	0	
	BENEFICIALLY OWNED	8	SHARED VOTING POWER:	0	
	BY EACH REPORTING PERSON	9	SOLE DISPOSITIVE POWER:	: 0	
	WITH	10	SHARED DISPOSITIVE POWE	ER: 0	
 11	AGGREGATE AMOUNT E	BENEFICIALL	Y OWNED BY EACH REPORTING	PERSON:	
	0				
 12	CHECK BOX IF THE F	 AGGREGATE A	MOUNT IN ROW (11) EXCLUDES	CERTAI	N SHARES:
					[_]
	PERCENT OF CLASS F	REPRESENTED	BY AMOUNT IN ROW (11):		
 13					
 13	0%				
 13 14	0% TYPE OF REPORTING	PERSON:			

Pursuant to Regulation 13D-G of the General Rules and Regulations under the

CUSIP No. 184496107

13

Securities Exchange Act of 1934, as amended (the "Act"), the undersigned hereby amend their Schedule 13D Statement dated September 20, 2002, as amended by Amendment No. 1 dated December 15, 2003 (as amended, the "Schedule 13D").

ITEM 1. SECURITY AND COMPANY.

No material change.

ITEM 2. IDENTITY AND BACKGROUND.

No material change.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

No material change.

ITEM 4. PURPOSE OF TRANSACTION.

No material change.

ITEM 5. INTEREST IN SECURITIES OF THE COMPANY.

Item 5 (a) and (b) are amended and restated in their entirety as follows:

As of December 19, 2003, (i) OHSF beneficially owns 172,598 shares of Common Stock, or 1.2% of the issued and outstanding shares of Common Stock; (ii) OHS GenPar beneficially owns 172,598 shares of Common Stock, or 1.2% of the issued and outstanding shares of Common Stock; (iii) OHS MGP, Inc. beneficially owns 172,598 shares of Common Stock, or 1.2% of the issued and outstanding shares of Common Stock; (iv) OHSF II beneficially owns 356,324 shares of the Common Stock, or 2.5% of the issued and outstanding shares of Common Stock; (v) OHS GenPar II, L.P. beneficially owns 356,324 shares of Common Stock, or 2.5% of the issued and outstanding shares of Common Stock; (vi) OHS MGP II, Inc. beneficially owns 356,324 shares of Common Stock, or 2.5% of the issued and outstanding shares of Common Stock; (vii) OHAM, an investment advisor, beneficially owns 94,001 shares of Common Stock or 0.7% of the issued and outstanding shares of Common Stock; (viii) OHA, an investment advisor, beneficially owns 44,282 shares of Common Stock, or 0.3% of the issued and outstanding shares of Common Stock; (ix) OHA MGP, the general partner of OHA, an investment advisor, beneficially owns 44,282 shares of Common Stock, or 0.3% of the issued and outstanding shares of Common Stock; (x) Mr. August beneficially owns 667,205 shares of Common Stock, or 4.6% of the issued and outstanding shares of Common Stock; (xi) the Trust beneficially owns 0 shares of Common Stock, or 0% of the issued and outstanding shares of Common Stock; and (xii) the Reporting Persons, collectively, beneficially own 667,205 shares of Common Stock, or 0% of the issued and outstanding shares of Common Stock.

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(b) (i) OHSF may be deemed to have the sole power to direct the voting and disposition of 172,598 shares of Common Stock, consisting of 10,645 shares of Common Stock held directly by OHSF and the 161,953 shares of Common Stock that would be held directly by OHSF upon conversion of the 1,675 shares of the Series C Preferred Stock owned by OHSF; (ii) OHS GenPar, in its capacity as

general partner of OHSF, and OHS MGP, in its capacity as general partner of OHS GenPar, may be deemed to have the sole power to direct the voting and disposition of the 172,598 shares of Common Stock beneficially owned by OHSF (10,645 shares of Common Stock held directly by OHSF and 161,953 shares of Common Stock which would be held directly by OHSF upon conversion of its 1,675 shares of the Series C Preferred Stock); (iii) each of OHSF II, and OHS GenPar II and OHS MGP II, in their capacities as general partners of OHSF II and OHS GenPar II, respectively, may be deemed to have the sole power to direct the voting and disposition of 356,324 shares of Common Stock, consisting of the 21,300 shares of Common Stock held directly by OHSF II and the 335,024 shares of Common Stock which would be held directly by OHSF II upon conversion of the 3,465 shares of Series C Preferred Stock owned by OHSF II; (iv) OHAM, in its capacity as investment advisor, may be deemed to have the sole power to direct the voting and disposition of the 94,001 shares of Common Stock beneficially owned by its two investment advisee clients, consisting of the 7,465 shares of Common Stock held directly by such clients and the 86,536 shares of Common Stock which would be held directly by such clients upon the conversion of the 895 shares of Series C Preferred Stock owned by these investment advisee clients; (v) each of OHA, in its capacity as investment advisor, and OHA MGP, in its capacity as general partner of OHA, may be deemed to have the sole power to direct the voting and disposition of the 44,282 shares of Common Stock beneficially owned by one of OHA's clients, consisting of the 3,190 shares of Common Stock held directly by such client and the 41,092 shares of Common Stock which would be held directly by such client upon conversion of the 425 shares of Series C Preferred Stock owned by such client; (vi) by virtue of the relationship between Mr. August and each of OHSF, OHS GenPar, OHS MGP, OHSF II, OHS GenPar II, OHS MGP II, OHAM, OHA and OHA MGP, Mr. August may be deemed to have the sole power to direct the voting and disposition of the 667,205 shares of Common Stock beneficially owned by such persons, consisting of the 42,600 shares of Common Stock held directly by OHSF, OHSF II, the investment advisee clients of OHAM and the investment advisee client of OHA and the 624,605 shares of Common Stock that would be held directly by OHSF, OHSF II, the investment advisee clients of OHAM and the investment advisee client of OHA upon conversion of the 6,460 shares of Series C Preferred Stock owned by these entities collectively; and (vii) the Reporting Persons, collectively, may be deemed to have the sole power to direct the voting and disposition of the 667,205 shares of Common Stock beneficially owned by them (as set forth in clause (vi)).

Each of the Reporting Persons disclaims beneficial ownership of the Common Stock beneficially owned by the other Reporting Persons, other than the shares of Common Stock reported in this Schedule 13D beneficially owned by such Reporting Person.

(c) On December 19, 2003, the Trust sold 1,790 shares of Series C Preferred Stock in a private sale at approximately \$1,057.75 per share for an aggregate amount of approximately \$1,893,365.

CUSIP No. 184496107

Except as set forth in this Schedule 13D, to the best of the knowledge of each of the Reporting Persons, none of the persons named in response to paragraph (a) has effected any transactions in the shares of Common Stock or in securities convertible into, exercisable for or exchangeable for shares of Common Stock, since the filing of the previous Schedule 13D.

(e) On December 19, 2003, the Reporting Persons ceased to be owners of 5% of the Common Stock.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT

TO SECURITIES OF THE COMPANY.

No material change.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

EXHIBIT	DESCRIPTION

1

Joint Filing Agreement, dated December 23, 2003, among Oak Hill Securities Fund, L.P., Oak Hill Securities Fund Liquidating Trust, Oak Hill Securities GenPar, L.P., Oak Hill Securities MGP, Inc., Oak Hill Securities Fund II, L.P., Oak Hill Securities GenPar II, L.P., Oak Hill Securities MGP II, Inc., Oak Hill Asset Management, Inc., Oak Hill Advisors, L.P., Oak Hill Advisors MGP, Inc. and Glenn

R. August.

CUSIP No. 184496107

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

DATED: December 23, 2003

OAK HILL SECURITIES FUND, L.P.

By: Oak Hill Securities GenPar, L.P., its general partner

By: Oak Hill Securities MGP, Inc., its general partner

By: /s/ William H. Bohnsack, Jr.

Name: William H. Bohnsack, Jr. Title: Vice President

OAK HILL SECURITIES FUND LIQUIDATING TRUST

By: Oak Hill Securities GenPar, L.P., as Administrative Trustee

By: Oak Hill Securities MGP, Inc. its general partner

CUSIP No. 184496107

By: /s/ William H. Bohnsack, Jr. _____ Name: William H. Bohnsack, Jr. Title: Vice President OAK HILL SECURITIES GENPAR, L.P. By: Oak Hill Securities MGP, Inc., its general partner By: /s/ William H. Bohnsack, Jr. _____ Name: William H. Bohnsack, Jr. Title: Vice President 17 OAK HILL SECURITIES MGP, INC. By: /s/ William H. Bohnsack, Jr. _____ Name: William H. Bohnsack, Jr. Title: Vice President OAK HILL SECURITIES FUND II, L.P. By: Oak Hill Securities GenPar II, L.P., its general partner By: Oak Hill Securities MGP II, Inc., its general partner By: /s/ William H. Bohnsack, Jr. _____ Name: William H. Bohnsack, Jr. Title: Vice President OAK HILL SECURITIES GENPAR II, L.P. By: Oak Hill Securities MGP II, Inc., its general partner By: /s/ William H. Bohnsack, Jr. _____ Name: William H. Bohnsack, Jr. Title: Vice President

Glenn R. August

CUSIP No. 184496107

OAK HILL SECURITIES MGP II, INC. By: /s/ William H. Bohnsack, Jr. Name: William H. Bohnsack, Jr. Title: Vice President OAK HILL ASSET MANAGEMENT, INC. By: /s/ William H. Bohnsack, Jr. Name: William H. Bohnsack, Jr. Title: Vice President 18 OAK HILL ADVISORS, L.P. By: Oak Hill Advisors MGP, Inc., its general partner By: /s/ William H. Bohnsack, Jr. _____ Name: William H. Bohnsack, Jr. Title: Vice President OAK HILL ADVISORS MGP, INC. By: /s/ William H. Bohnsack, Jr. Name: William H. Bohnsack, Jr. Title: Vice President /s/ Glenn R. August -----

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