

NIERENBERG INVESTMENT MANAGEMENT CO
Form SC 13D/A
May 08, 2008

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 4)

MOVE, INC. (MOVE)
(Name of Issuer)

Common Stock
(Title of Class of Securities)

62458M108
(CUSIP Number)

David Nierenberg
The D3 Family Funds
19605 NE 8th Street
Camas, WA 98607
(360) 604-8600

With a copy to:

Henry Lesser, Esq.
DLA Piper US LLP
2000 University Avenue
East Palo Alto, CA 94303
(650) 833-2000

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

May 7, 2008
(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 ss.ss. 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

1

CUSIP No. 62458M108

1 NAME OF REPORTING PERSONS

The D3 Family Fund, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)
(b)

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3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Washington

| | | | |
|---|----|--------------------------|--------------------------------|
| | 7 | SOLE VOTING POWER | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | | | 3,195,725 common shares (2.1%) |
| | 8 | SHARED VOTING POWER | |
| | | | 0 |
| | 9 | SOLE DISPOSITIVE POWER | |
| | | | 3,195,725 |
| | 10 | SHARED DISPOSITIVE POWER | |
| | | | 0 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

For the reporting person listed on this page, 3,195,725; for all reporting persons as a group, 20,165,886 shares (13.3%)

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

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

13.3%

14 TYPE OF REPORTING PERSON (See Instructions)

PN

2

CUSIP No. 62458M108

1 NAME OF REPORTING PERSONS

The D3 Family Bulldog Fund, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

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(a) |X|
(b) |_|

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) |_|

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Washington

| | | |
|---|----|---------------------------------|
| | 7 | SOLE VOTING POWER |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | | 12,688,150 common shares (8.4%) |
| | 8 | SHARED VOTING POWER |
| | | 0 |
| | 9 | SOLE DISPOSITIVE POWER |
| | | 12,688,150 |
| | 10 | SHARED DISPOSITIVE POWER |
| | | 0 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

For the reporting person listed on this page, 12,688,150; for all reporting persons as a group, 20,165,886 shares (13.3%)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) |_|

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

13.3%

14 TYPE OF REPORTING PERSON (See Instructions)

PN

3

CUSIP No. 62458M108

1 NAME OF REPORTING PERSONS

The D3 Family Canadian Fund, L.P.

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
(a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)
WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS
2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Washington

| | | | |
|---|----|------------------------------|--|
| | 7 | SOLE VOTING POWER | |
| NUMBER OF SHARES | | 638,235 common shares (0.4%) | |
| BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | SHARED VOTING POWER | |
| | | 0 | |
| | 9 | SOLE DISPOSITIVE POWER | |
| | | 638,235 | |
| | 10 | SHARED DISPOSITIVE POWER | |
| | | 0 | |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
For the reporting person listed on this page, 638,235; for all reporting
persons as a group, 20,165,886 shares (13.3%)

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
13.3%

14 TYPE OF REPORTING PERSON (See Instructions)
PN

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1 NAME OF REPORTING PERSONS

The DIII Offshore Fund, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Bahamas

| | | | |
|--|----|--------------------------------|--|
| | 7 | SOLE VOTING POWER | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | | 3,643,776 common shares (2.4%) | |
| | 8 | SHARED VOTING POWER | |
| | | 0 | |
| | 9 | SOLE DISPOSITIVE POWER | |
| | | 3,643,776 | |
| | 10 | SHARED DISPOSITIVE POWER | |
| | | 0 | |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

For the reporting person listed on this page, 3,643,776; for all reporting persons as a group, 20,165,886 shares (13.3%)

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

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

13.3%

14 TYPE OF REPORTING PERSON (See Instructions)

PN

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CUSIP No. 62458M108

1 NAME OF REPORTING PERSONS

Nierenberg Investment Management Company, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Washington

| | | | |
|---------------------|----|--------------------------|----------------------------------|
| | 7 | SOLE VOTING POWER | |
| NUMBER OF SHARES | | | 0 |
| BENEFICIALLY | 8 | SHARED VOTING POWER | |
| OWNED BY | | | |
| EACH | | | 20,165,886 common shares (13.3%) |
| REPORTING | 9 | SOLE DISPOSITIVE POWER | |
| PERSON | | | |
| WITH | | | 0 |
| | 10 | SHARED DISPOSITIVE POWER | |
| | | | 20,165,886 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

For the reporting person listed on this page, 20,165,886 shares; for all reporting persons as a group, 20,165,886 shares (13.3%)

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

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

13.3%

14 TYPE OF REPORTING PERSON (See Instructions)

CO

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CUSIP No. 62458M108

1 NAME OF REPORTING PERSONS

Nierenberg Investment Management Offshore, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Bahamas

| | | | |
|---|----|--------------------------|--------------------------------|
| | 7 | SOLE VOTING POWER | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | | | 0 |
| | 8 | SHARED VOTING POWER | |
| | | | 3,643,776 common shares (2.4%) |
| | 9 | SOLE DISPOSITIVE POWER | |
| | | | 0 |
| | 10 | SHARED DISPOSITIVE POWER | |
| | | | 3,643,776 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

For the reporting person listed on this page, 3,643,776; for all reporting persons as a group, 20,165,886 shares (13.3%)

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

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

13.3%

14 TYPE OF REPORTING PERSON (See Instructions)

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CUSIP No. 62458M108

1 NAME OF REPORTING PERSONS

David Nierenberg

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Washington

| | | | |
|---|----|----------------------------------|--|
| | 7 | SOLE VOTING POWER | |
| NUMBER OF SHARES | | 0 | |
| BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | SHARED VOTING POWER | |
| | | 20,165,886 common shares (13.3%) | |
| | 9 | SOLE DISPOSITIVE POWER | |
| | | 0 | |
| | 10 | SHARED DISPOSITIVE POWER | |
| | | 20,165,886 | |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

For the reporting person listed on this page, 20,165,886; for all reporting persons as a group, 20,165,886 shares (13.3%)

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

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

13.3%

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14 TYPE OF REPORTING PERSON (See Instructions)

IN

8

This Amendment No.4 to Schedule 13D (this "Amendment") amends the below-indicated items from the Schedule 13D previously filed by or on behalf of the undersigned parties (the "Reporting Persons"), as previously amended (the "Schedule 13D"), by supplementing such Items with the information below:

Item 3. Source and Amount of Funds or Other Consideration.

The total amount of funds used by the Reporting Persons to make all purchases of Shares beneficially owned by the Reporting Persons, as reported in Item 5(c), was \$15,443,148. The source of funds for purchases of Shares by each of the Reporting Persons is the working capital of the applicable D3 Family Fund.

Item 5. Interest in Securities of the Issuer.

(a, b) The Reporting Persons, in the aggregate, beneficially own 20,165,886 Shares, constituting approximately 13.3% of the outstanding Shares.

(c) Since the previous amendment to the Schedule 13D, the following purchases of Shares were made by the Reporting Persons named below in open market transactions:

| Fund | Trade Date | Shares Bought | Price |
|-----------------------------|------------|---------------|-------|
| ---- | ----- | ----- | ----- |
| D3 Family Fund, LP | 04/09/2008 | 28,630 | 3.15 |
| D3 Family Bulldog Fund, LP | 04/09/2008 | 119,377 | 3.15 |
| D3 Family Canadian Fund, LP | 04/09/2008 | 6,260 | 3.15 |
| DIII Offshore Fund, LP | 04/09/2008 | 35,078 | 3.15 |
| D3 Family Bulldog Fund, LP | 04/10/2008 | 600 | 3.13 |
| D3 Family Canadian Fund, LP | 04/10/2008 | 1,600 | 3.13 |
| D3 Family Fund, LP | 04/11/2008 | 3,850 | 3.15 |
| D3 Family Bulldog Fund, LP | 04/11/2008 | 25,610 | 3.15 |
| D3 Family Canadian Fund, LP | 04/11/2008 | 1,260 | 3.15 |
| DIII Offshore Fund, LP | 04/11/2008 | 4,880 | 3.15 |
| D3 Family Bulldog Fund, LP | 04/14/2008 | 800 | 3.08 |
| D3 Family Canadian Fund, LP | 04/14/2008 | 500 | 3.08 |
| D3 Family Fund, LP | 04/15/2008 | 42,500 | 3.08 |
| D3 Family Bulldog Fund, LP | 04/15/2008 | 178,750 | 3.08 |
| D3 Family Canadian Fund, LP | 04/15/2008 | 9,320 | 3.08 |
| DIII Offshore Fund, LP | 04/15/2008 | 44,740 | 3.08 |
| D3 Family Fund, LP | 04/16/2008 | 112,850 | 3.27 |
| D3 Family Bulldog Fund, LP | 04/16/2008 | 423,240 | 3.27 |
| D3 Family Canadian Fund, LP | 04/16/2008 | 17,700 | 3.27 |
| DIII Offshore Fund, LP | 04/16/2008 | 130,135 | 3.27 |
| D3 Family Bulldog Fund, LP | 04/22/2008 | 700 | 3.05 |
| D3 Family Fund, LP | 05/07/2008 | 594,805 | 3.05 |
| D3 Family Bulldog Fund, LP | 05/07/2008 | 2,408,370 | 3.05 |
| D3 Family Canadian Fund, LP | 05/07/2008 | 118,725 | 3.05 |
| DIII Offshore Fund, LP | 05/07/2008 | 676,023 | 3.05 |

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SIGNATURE

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

D3 Family Fund, L.P., D3 Family Bulldog Fund, L.P., and D3 Family Canadian Fund, L.P.

By: Nierenberg Investment Management Company, Inc.

Its: General Partner

May 08, 2008

By: /s/ David Nierenberg

David Nierenberg, President

DIII Offshore Fund, L.P.

By: Nierenberg Investment Management Offshore, Inc.

Its: General Partner

May 08, 2008

By: /s/ David Nierenberg

David Nierenberg, President

Nierenberg Investment Management Company, Inc.

May 08, 2008

By: /s/ David Nierenberg

David Nierenberg, President

Nierenberg Investment Management Offshore, Inc.

May 08, 2008

By: /s/ David Nierenberg

David Nierenberg, President

May 08, 2008

/s/ David Nierenberg

David Nierenberg