

Edgar Filing: AMERICAN HOMESTAR CORP - Form SC 13G/A

AMERICAN HOMESTAR CORP
Form SC 13G/A
February 10, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 2)

AMERICAN HOMESTAR CORPORATION

(NAME OF ISSUER)

SERIES C COMMON STOCK

(TITLE OF CLASS OF SECURITIES)

026652107

(CUSIP NUMBER)

JANUARY 10, 2005

(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)

CUSIP NO. 026652107

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1 NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

ING Groep N.V.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

Not Applicable

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

The Netherlands

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5 SOLE VOTING POWER
0

NUMBERS OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH:
6 SHARED VOTING POWER
0

7 SOLE DISPOSITIVE POWER
0

8 SHARED DISPOSITIVE POWER
0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
0

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES
Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
0%

12 TYPE OF REPORTING PERSON
HC

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CUSIP NO. 026652107

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PAGE 3 OF 11 PAGES

1 NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS
ReliaStar Life Insurance Company

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
Not Applicable (a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Minnesota

5 SOLE VOTING POWER
0

NUMBERS OF

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| | | | |
|--|---|--------------------------|--------------------------|
| SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH: | 6 | SHARED VOTING POWER | |
| | 0 | | |
| | 7 | SOLE DISPOSITIVE POWER | |
| | 0 | | |
| | 8 | SHARED DISPOSITIVE POWER | |
| | 0 | | |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | |
| | 0 | | |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES | | <input type="checkbox"/> |
| | Not Applicable | | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 | | |
| | 0% | | |
| 12 | TYPE OF REPORTING PERSON | | |
| | IC | | |

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ITEM 1(A). NAME OF ISSUER:
American Homestar Corporation

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:
2450 South Shore Boulevard
Suite 300
League City, Texas 77573

ITEM 2(A). NAME OF PERSON FILING:
ING Groep N.V.
ReliaStar Life Insurance Company

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:
ING Groep N.V.:
Amstelveenseweg 500
1081 KL Amsterdam
P.O. Box 810
1000 AV Amsterdam
The Netherlands

ReliaStar Life Insurance Company:
20 Washington Avenue South
Minneapolis, Minnesota 55401

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ITEM 2(C). CITIZENSHIP:

See item 4 on Page 2
See item 4 on Page 3

ITEM 2(D). TITLE OF CLASS OF SECURITIES:

Series C Common Stock

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ITEM 2(E). CUSIP NUMBER:

026652107

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B) OR (C), CHECK WHETHER THE PERSON FILING IS A:
(Not Applicable)

- (a) Broker or dealer registered under Section 15 of the Securities Exchange Act of 1934, as amended (the "Exchange Act");
- (b) Bank as defined in Section 3(a)(6) of the Exchange Act;
- (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act;
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940, as amended (the "Investment Company Act");
- (e) Investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E) under the Exchange Act;
- (f) Employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F) under the Exchange Act;
- (g) Parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G) under the Exchange Act;
- (h) Savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) Church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act;
- (j) Group in accordance with Rule 13d-1(b)(1)(ii)(J) under the Exchange Act.

ITEM 4. OWNERSHIP.

- (a) Amount beneficially owned:

See item 9 on Page 2
See item 9 on Page 3
- (b) Percent of class:

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See item 11 on Page 2

See item 11 on Page 3

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- (c) Number of shares as to which such person has:
- (i) Sole power to vote or to direct the vote:
 - See item 5 on Page 2
 - See item 5 on Page 3
 - (ii) Shared power to vote or to direct the vote:
 - See item 6 on Page 2
 - See item 6 on Page 3
 - (iii) Sole power to dispose or to direct the disposition of:
 - See item 7 on Page 2
 - See item 7 on Page 3
 - (iv) Shared power to dispose or to direct the disposition of:
 - See item 8 on Page 2
 - See item 8 on Page 3

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

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 OR CONTROL PERSON.

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.

Not Applicable.

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.

February 4, 2005

(Date)

ING GROEP N.V.

By:

/s/ Henricus J. Bruisten

(Signature)

Henricus J. Bruisten
Assistant General Counsel

(Name/Title)

/s/ Bert H. Uyttenbroek

(Signature)

Bert H. Uyttenbroek
Compliance Officer

(Name/Title)

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.

February 4, 2005

(Date)

ReliaStar Life Insurance Company

By:

/s/ Henricus J. Bruisten

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(Signature)

Henricus J. Bruisten
Attorney-in-Fact

(Name/Title)

/s/ Bert H. Uyttenbroek

(Signature)

Bert H. Uyttenbroek,
Attorney-in-Fact

(Name/Title)

Exhibit A to Schedule 13G

Joint Filing Agreement
Pursuant to Rule 13d-1(k)

The undersigned persons (the "Reporting Persons") hereby agree that a joint statement on this Schedule 13G, and any amendments thereto, be filed on their behalf by ING Groep N.V.

Each of the Reporting Persons is responsible for the completeness and accuracy of the information concerning each of them contained therein, but none of the Reporting Persons is responsible for the completeness or accuracy of the information concerning any other Reporting Person.

Date: February 4, 2005

ING Groep N.V.

By: /s/ Henricus J. Bruisten

Name: Henricus J. Bruisten
Title: Assistant General Counsel

By: /s/ Bert H. Uyttenbroek

Name: Bert H. Uyttenbroek
Title: Compliance Officer

ReliaStar Life Insurance Company

By: /s/ Henricus J. Bruisten

Name: Henricus J. Bruisten

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Title: Attorney-in-Fact

By: /s/ Bert H. Uyttenbroek

Name: Bert H. Uyttenbroek

Title: Attorney-in-Fact