

MORGAN STANLEY DEAN WITTER CAPITAL INVESTORS IV L P
 Form 4/A
 July 12, 2006

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 AVENTINE RENEWABLE ENERGY HOLDINGS LLC

2. Issuer Name and Ticker or Trading Symbol
 AVENTINE RENEWABLE ENERGY HOLDINGS INC [AVR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 C/O METALMARK CAPITAL LLC, 1177 AVENUE OF THE AMERICAS, 40TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
 07/05/2006

____ Director
 ____ Officer (give title below)
 ___X___ 10% Owner
 ____ Other (specify below)

(Street)
 NY, NY 10036

4. If Amendment, Date Original Filed(Month/Day/Year)
 07/07/2006

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 ___X___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
Common Stock	07/05/2006		S	V 2,081,487 D	Amount \$ 40.85 Price 11,833,495	D (1) (2) (3) (4)	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AVENTINE RENEWABLE ENERGY HOLDINGS LLC C/O METALMARK CAPITAL LLC 1177 AVENUE OF THE AMERICAS, 40TH FLOOR NY, NY 10036		X		
Metalmark Capital LLC C/O METALMARK CAPITAL LLC 1177 AVENUE OF THE AMERICAS, 40TH FLOOR NY, NY 10036		X		
MSDW Capital Partners IV, L P C/O METALMARK CAPITAL LLC 1177 AVENUE OF THE AMERICAS, 40TH FLOOR NY, NY 10036		X		
MSDW IV 892 INVESTORS L P C/O METALMARK CAPITAL LLC 1177 AVENUE OF THE AMERICAS, 40TH FLOOR NY, NY 10036		X		
MORGAN STANLEY DEAN WITTER CAPITAL INVESTORS IV L P C/O METALMARK CAPITAL LLC 1177 AVENUE OF THE AMERICAS, 40TH FLOOR NY, NY 10036		X		
MSDW CAPITAL PARTNERS IV LLC C/O METALMARK CAPITAL LLC 1177 AVENUE OF THE AMERICAS, 40TH FLOOR NY, NY 10036		X		
MSDW CAPITAL PARTNERS IV INC C/O METALMARK CAPITAL LLC 1177 AVENUE OF THE AMERICAS, 40TH FLOOR		X		

NY, NY 10036

Signatures

/s/ Kenneth F. Clifford, as authorized signatory of Aventine Renewable Energy Holdings LLC	07/12/2006
__Signature of Reporting Person	Date
/s/ Kenneth F. Clifford, as authorized signatory of Metalmark	07/12/2006
__Signature of Reporting Person	Date
/s/ Kenneth F. Clifford, Chief Financial Officer of Metalmark, as attorney-in-fact for, MSDW Capital Partners and MSDW Inc. and for the institutional managing member of the general partner of each of MSDW IV, MSDW 892, and MSDW Capital Investors	07/12/2006
__Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Morgan Stanley Dean Witter Capital Partners IV, L.P. ("MSDW IV") may be deemed to indirectly beneficially own 9,837,909 shares of the reported securities and MSDW IV 892 Investors, L.P. ("MSDW 892"), may be deemed to indirectly beneficially own 839,340 shares of the reported securities, in each case by virtue of their direct ownership interest in the Reporting Person. Metalmark Capital LLC ("Metalmark") may be deemed to have beneficial ownership of the 10,677,249 shares of the reported securities indirectly beneficially owned by MSDW IV and MSDW 892. (continued on footnote 2)

(2) (Continued from Footnote 1) Morgan Stanley Dean Witter Capital Investors IV, L.P. ("MSDW Capital Investors") may be deemed to indirectly beneficially own 269,172 shares of the reported securities through its direct ownership interest in the Reporting Person. MSDW Capital Partners IV, LLC ("MSDW Capital Partners") is the general partner of MSDW IV, MSDW 892 and MSDW Capital Investors. MSDW Capital Partners IV, Inc. ("MSDW Inc.") is the institutional managing member of MSDW Capital Partners. By virtue of these relationships, each of MSDW Capital Investors and MSDW Capital Partners may be deemed to have beneficial ownership of the 269,172 shares of the reported securities indirectly beneficially owned by MSDW Capital Investors.

(3) MSDW IV, MSDW 892, MSDW Capital Investors, MSDW Capital Partners, MSDW Inc. and Metalmark each disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interests therein.

(4) This amendment corrects the share ownership numbers indicated in the footnotes of the Form 4 filed on July 7, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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