

COMMUNITY HEALTH SYSTEMS INC  
Form SC 13G/A  
October 04, 2004

SCHEDULE 13G

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

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SCHEDULE 13G  
(RULE 13D-102)

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

COMMUNITY HEALTH SYSTEMS, INC.

-----  
(Name of Issuer)

COMMON STOCK, PAR VALUE \$.01 PER SHARE

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

203668 10 8

-----  
(CUSIP Number)

SEPTEMBER 27, 2004

-----  
(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)

1 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 the disclosures provided in a prior page.

The information required in 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 (the "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).

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1 NAME OF REPORTING PERSON  
/I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

FORSTMANN LITTLE & CO. EQUITY PARTNERSHIP-V, L.P.

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

(SEE INSTRUCTIONS)

-----

3 SEC USE ONLY

-----

4 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

-----

NUMBER OF SHARES	5 SOLE VOTING POWER
	0
BENEFICIALLY OWNED BY	6 SHARED VOTING POWER
	NONE
EACH REPORTING PERSON	7 SOLE DISPOSITIVE POWER
	0
WITH	8 SHARED DISPOSITIVE POWER
	NONE

-----

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

-----

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES

(SEE INSTRUCTIONS)

-----

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0

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12 TYPE OF REPORTING PERSON

PN

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1 NAME OF REPORTING PERSON  
/I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

FORSTMANN LITTLE & CO. SUBORDINATED DEBT AND EQUITY  
MANAGEMENT BUYOUT PARTNERSHIP-VI, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)   
(b)   
(SEE INSTRUCTIONS)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

NUMBER OF SHARES	5	SOLE VOTING POWER	0
BENEFICIALLY OWNED BY	6	SHARED VOTING POWER	0
EACH REPORTING PERSON	7	SOLE DISPOSITIVE POWER	0
WITH	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   
(SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
0

12 TYPE OF REPORTING PERSON  
PN

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Item 1(a). Name of Issuer:

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Community Health Systems, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

155 Franklin Road, Suite 400  
Brentwood, Tennessee 37027

Item 2(a). Name of Person Filing:

This statement is filed by (i) Forstmann Little & Co. Equity Partnership-V, L.P. ("Equity-V") and (ii) Forstmann Little & Co. Subordinated Debt and Equity Management Buyout Partnership-VI, L.P. ("MBO-VI").

Item 2(b). Address of Principal Business Office or, if None, Residence:

The address of the principal business office of each Reporting Person is:

c/o Forstmann Little & Co.  
767 Fifth Avenue  
New York, NY 10153

Item 2(c). Citizenship

Equity-V and MBO-VI are each Delaware limited partnerships.

Item 2(d). Title of Class Securities

The Securities to which this statement relates are shares of Common Stock, par value \$.01 per share, of the Issuer ("Common Stock").

Item 2(e). CUSIP Number:

The CUSIP Number for the Common Stock is 203668 10 8.

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:

None of the options apply. This Schedule 13G is being filed pursuant to Rule 13d-1(d).

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Item 4. Ownership.

(1) Equity-V:

(a) Amount Beneficially Owned: None

On September 27, 2004, Equity-V, a Delaware limited partnership, which owned 13,495,294 shares of Common

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Stock, sold all of such shares at a price of \$24.21 per share pursuant to a Registration Statement on Form S-3 (Reg. No. 333-117697) filed by the Issuer with the Securities and Exchange Commission. Equity-V now owns no shares of the Common Stock.

- (b) Percent of Class: 0%
- (c) Number of Shares as to which such person has:
  - (i) Sole power to vote or to direct the vote - None
  - (ii) Shared power to vote or to direct the vote - None
  - (iii) Sole power to dispose or to direct the disposition of - None
  - (iv) Shared power to dispose or to direct the disposition of - None

(2) MBO-VI

- (a) Amount Beneficially Owned: None

On September 27, 2004, MBO-VI, a Delaware limited partnership, which owned 9,639,444 shares of Common Stock, sold all of such shares at a price of \$24.21 per share pursuant to Registration Statement on Form S-3 (Reg. No. 333-117697) filed by the Issuer with the Securities and Exchange Commission. MBO-VI now owns no shares of the Common Stock.

- (b) Percent of Class: 0%
- (c) Number of Shares as to which such person has:
  - (i) sole power to vote or to direct the vote - None
  - (ii) shared power to vote or to direct the vote - None
  - (iii) sole power to dispose or to direct the disposition of - None

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- (iv) shared power to dispose or to direct the disposition of - None.

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 per cent of the class of securities, check the following: |X|

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- 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. Notices of Dissolution of Group.  
Not applicable.
- Item 10. Certifications.  
Not applicable.

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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: October 4, 2004

Forstmann Little & Co.  
Equity Partnership-V, L.P.

By: FLC XXX Partnership, L.P.  
General Partner

By: /s/ Winston W. Hutchins  
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Winston W. Hutchins  
General Partner

Dated: October 4, 2004

Forstmann Little & Co. Subordinated  
Debt and Equity Management  
Buyout Partnership-VI, L.P.

By: FLC XXIX Partnership, L.P.  
General Partner

By: /s/ Winston W. Hutchins  
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Winston W. Hutchins  
General Partner