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LENNAR CORP /NEW/
Form SC 13D/A
December 23, 2003

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

AMENDMENT NO. 1
TO
SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Rule 13d-101)

LENNAR CORPORATION
(Name of Issuer)

CLASS B COMMON STOCK, PAR VALUE \$0.10 PER SHARE
(Title of Class of Securities)

526057302
(CUSIP Number)

David W. Bernstein, Esq.
Clifford Chance US LLP
200 Park Avenue
New York, New York 10166
(212) 878-8000
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

December 17, 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 which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box .

1

CUSIP No. 526057302

13D

Page 2 of 12 Pages

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

LMM FAMILY PARTNERSHIP, L.P.

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

3. SEC USE ONLY

4. SOURCES OF FUNDS
NOT APPLICABLE

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION
DELAWARE

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7. SOLE VOTING POWER

	8. SHARED VOTING POWER 10,341,827

	9. SOLE DISPOSITIVE POWER

	10. SHARED DISPOSITIVE POWER 10,341,827

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
10,341,827

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

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
63.7%

14. TYPE OF REPORTING PERSON
PN

2

CUSIP No. 526057302 13D Page 3 of 12 Pages

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON
LMM FAMILY CORP.

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

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(b)

3. SEC USE ONLY

4. SOURCES OF FUNDS

NOT APPLICABLE

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

7. SOLE VOTING POWER

8. SHARED VOTING POWER
10,602,157

9. SOLE DISPOSITIVE POWER

10. SHARED DISPOSITIVE POWER
10,602,157

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,602,157

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

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

65.3%

14. TYPE OF REPORTING PERSON

CO

3

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13D

Page 3 of 12 Pages

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

MARITAL TRUST I CREATED UNDER LEONARD MILLER AMENDED AND RESTATED
REVOCABLE TRUST AGREEMENT DATED JUNE 8, 2001

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

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3. SEC USE ONLY

4. SOURCES OF FUNDS

NOT APPLICABLE

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

7. SOLE VOTING POWER

8. SHARED VOTING POWER
10,602,157

9. SOLE DISPOSITIVE POWER

10. SHARED DISPOSITIVE POWER
10,602,157

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,602,157

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

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

65.3%

14. TYPE OF REPORTING PERSON

OO

4

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1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

THE MILLER CHARITABLE FUND, L.P.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

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4. SOURCES OF FUNDS

NOT APPLICABLE

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

7. SOLE VOTING POWER

8. SHARED VOTING POWER
260,330

9. SOLE DISPOSITIVE POWER

10. SHARED DISPOSITIVE POWER
260,330

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
260,330

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

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
1.6%

14. TYPE OF REPORTING PERSON
PN

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Item 5. Interest in Securities of the Issuer.

Item 5 is amended by adding at the end of the text responding to paragraphs (a)-(b) the following:

On December 17, 2003, The Miller Charitable Fund, L.P. ("Charitable") transferred 37,000 shares of Class B common stock of the Company, as a charitable contribution, to The Miller Foundation, Inc. As a result of this transaction, on December 17, 2003, (i) Charitable is the beneficial owner of, with shared voting and dispositive power over, a total of 260,330 shares of Class B common stock of the Company, and (ii) each of the Corporation and Marital Trust I is the beneficial owner of, with shared voting and dispositive power over, a total of 10,602,157 shares of Class B common stock of the Company.

Based upon the information as to outstanding shares contained in the Company's Report on Form 10-Q for the period ended August 31, 2003, (i) the shares of Class B common stock of which Charitable is the beneficial owner constitute 1.6% of the outstanding shares of Class B common stock, and (iii) the

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shares of Class B common stock of which each of the Corporation and Marital Trust I is the beneficial owner constitute 65.3% of the outstanding shares of Class B common stock.

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POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints David W. Bernstein, his true and lawful attorney-in-fact and agent, with full power of substitution, to sign in any and all capacities any and all amendments to this Statement on Schedule 13D and to file those amendments and all exhibits to them and other documents to be filed in connection with them with the Securities and Exchange Commission.

SIGNATURES

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: December 23, 2003

LMM FAMILY PARTNERSHP, L.P.
By: LMM Family Corp.
its general partner

By: /s/ Stuart A. Miller

Stuart A. Miller
President

LMM FAMILY CORP.

By: /s/ Stuart A. Miller

Stuart A. Miller
President

MARITAL TRUST I CREATED UNDER THE
LEONARD MILLER AMENDED AND RESTATED
REVOCABLE TRUST AGREEMENT DATED
JUNE 8, 2001

By: /s/ Stuart A. Miller

Stuart A. Miller
Trustee