

: (8) SHARED OR NO DISPOSITIVE POWER

: 38,289,181 shares (Shared)
44,500 shares (None)

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
(Discretionary & Non-discretionary Accounts)
106,847,533 shares

(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES
CERTAIN SHARES -X- See Items 4(c)(iii) and 4(c)(iv).

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
18.9 %

(12) TYPE OF REPORTING PERSON
IA

CUSIP No. 53071M500

13G

(1) NAMES OF REPORTING PERSONS
Lingleaf Partners Fund

I.D. No. 63-614772cG P ___9) _P ___

~~OWNED BY EACH REPORTING PERSON~~
WITH

: (6) SHARED VOTING POWER

: None

: (7) SOLE DISPOSITIVE POWER

: None

: (8) SHARED DISPOSITIVE POWER

: None

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 3)

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

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
0.0 %

(12) TYPE OF REPORTING PERSON
IN

Introduction
The filing parties had previously filed with respect to the Series A
Common Stock of the issuer (CUSIP 530718105). In connection with a
Merger transaction which was completed on May 9, 2006, the Series A
Common stock was exchanged for two tracking stocks: Series A Liberty
Interactive Common Stock (CUSIP 53071M104) and Series A Liberty Capital

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Mr. O. Mason Hawkins - U.S. Citizen

(d). Title of Class of Securities: Series A Liberty Interactive
Common Stock (the "Securities")

(e). Cusip Number: 53071M104

Item 3. If this statement is filed pursuant to Rules 13d-1 (b) or 13d-2 (b),
check whether the person filing is a:

(d.) Investment Company registered under Sec. 8 of the Investment
Company Act - Longleaf Partners Fund, a series of Longleaf
Partners Funds Trust.

(e.) Investment Adviser registered under Section 203 of the Investment
Advisers Act of 1940. This statement is being filed by
Southeastern Asset Management, Inc. as a registered investment
adviser. All of the securities covered by this report are owned
legally by Southeastern's investment advisory clients and none
are owned directly or indirectly by Southeastern. As permitted
by Rule 13d-4, the Company's filing of this statement shall not be
construed as an admission that Southeastern Asset Management,
Inc. is the beneficial owner of any of the securities covered by
this statement.

(g.) Parent Holding Company. This statement is also being filed by
Mr. O. Mason Hawkins, Chairman of the Board and C.E.O. of
Southeastern Asset Management, Inc. in the event he could be
not deemed to be a controlling person of that firm as the result of
his official positions with or ownership of its voting
securities. The existence of such control is expressly
disclosed

Vice President and General Counsel

Longleaf Partners Fund

By: Southeastern Asset Management, Inc.

/s/ Andrew R. McCarroll

Andrew R. McCarroll

Vice President and General Counsel

O. Mason Hawkins, Individually

/s/ O. Mason Hawkins

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SCHEDULE 13G - Liberty Interactive Series A ("Issuer")

Amendment #3

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