

METROMEDIA INTERNATIONAL GROUP INC

Form 4

June 14, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
Black Horse Capital Advisors LLC

2. Issuer Name and Ticker or Trading Symbol
METROMEDIA
INTERNATIONAL GROUP INC
[MTRM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Last) (First) (Middle)

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

338 S. SHARON AMITY RD.,
#202,

06/11/2007

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

CHARLOTTE, NC 28211

(City) (State) (Zip)

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	06/11/2007		P		30,212 A \$ 1.5273	5,654,257	D (1) (3) (4) (5)
Common Stock	06/11/2007		P		18,883 A \$ 1.55	5,673,140	D (1) (3) (4) (5)
Common Stock	06/11/2007		P		6,421 A \$ 1.56	5,679,561	D (1) (3) (4) (5)
Common Stock	06/11/2007		P		9,788 A \$ 1.5273	1,824,744	D (2) (3) (4) (5)
	06/11/2007		P		6,117 A \$ 1.55	1,830,861	

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Common Stock								D <u>(2)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u>
Common Stock	06/11/2007		P	2,079	A	\$ 1.56	1,832,940	D <u>(2)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u>
Common Stock	06/12/2007		P	60,424	A	\$ 1.55	5,739,985	D <u>(1)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u>
Common Stock	06/12/2007		P	8,158	A	\$ 1.55	5,748,143	D <u>(1)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u>
Common Stock	06/12/2007		P	19,576	A	\$ 1.55	1,852,516	D <u>(2)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u>
Common Stock	06/12/2007		P	2,642	A	\$ 1.55	1,855,158	D <u>(2)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u>
Common Stock	06/13/2007		P	188,825	A	\$ 1.528	5,936,968	D <u>(1)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u>
Common Stock	06/13/2007		P	61,175	A	\$ 1.528	1,916,333	D <u>(2)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u>

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

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(9-02)

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

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 Beneficially Owned Following 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

Black Horse Capital Advisors LLC
 338 S. SHARON AMITY RD., #202
 CHARLOTTE, NC 28211 X

Black Horse Capital Offshore Ltd.
 C/O M&C CORPORATE SERVICES, PO BOX 30UGL
 UGLAND HOUSE, SOUTH CHURCH STREET
 GEORGE TOWN, GRAND CAYMAN, E9 00000 X

BLACK HORSE CAPITAL LP
 338 S. SHARON AMITY RD., #202
 CHARLOTTE, NC 28211 X

BLACK HORSE CAPITAL QP L P
 338 S. SHARON AMITY RD., #202
 CHARLOTTE, NC 28211 X

Black Horse Capital Management LLC
 338 S. SHARON AMITY RD., #202
 CHARLOTTE, NC 28211 X

Sheehy Brian
 338 S. SHARON AMITY RD., #202
 CHARLOTTE, NC 28211 X

Chappell Dale
 338 S. SHARON AMITY RD., #202
 CHARLOTTE, NC 28211 X

Signatures

Dale Chappell, Managing Member of Black Horse Capital Advisors LLC 06/14/2007
 **Signature of Reporting Person Date

Dale Chappell, Managing Member of Black Horse Capital Management LLC, General
 Partner of Black Horse Capital LP 06/14/2007
 **Signature of Reporting Person Date

Dale Chappell, Managing Member of Black Horse Capital Management LLC, General
 Partner of Black Horse Capital (QP) LP 06/14/2007
 **Signature of Reporting Person Date

Dale Chappell, Director of Black Horse Capital Offshore Ltd. 06/14/2007
 **Signature of Reporting Person Date

Dale Chappell, Managing Member of Black Horse Capital Management LLC 06/14/2007
 **Signature of Reporting Person Date

Dale Chappell 06/14/2007
 **Signature of Reporting Person Date

Brian Sheehy 06/14/2007
 **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) Black Horse Capital LP ("Black Horse Capital Fund") directly owns 5,936,968 shares of common stock and 120,970 shares of Convertible Preferred Stock, which are convertible into 402,830 shares of common stock. Black Horse Capital Management LLC ("Black Horse Management") is the managing general partner of Black Horse Capital Fund and is deemed to indirectly beneficially own the shares of stock directly owned by Black Horse Capital Fund.

(2) Black Horse Capital (QP) LP ("Black Horse QP Fund") directly owns 1,916,333 shares of common stock and 36,942 shares of Convertible Preferred Stock, which are convertible into 123,017 shares of common stock. Black Horse Management is the managing general partner of Black Horse QP Fund and is deemed to indirectly beneficially own the shares of stock directly owned by Black Horse QP Fund.

(3) Brian Sheehy and Dale Chappell are the managing members of each of Black Horse Advisors LLC (the "Black Horse Advisors") and Black Horse Management and are deemed to indirectly beneficially own the shares of stock beneficially owned by them. Black Horse Advisors is the investment manager of Black Horse Capital Offshore Ltd. ("Black Horse Offshore Fund"). The Black Horse Offshore Fund directly owns 1,331,695 shares of common stock and 28,370 shares of Convertible Preferred Stock, which are convertible into 94,472 shares of common stock.

(4) Mr. Chappell does not directly own any shares of common stock or Convertible Preferred Stock. Brian Sheehy directly owns 58,600 shares of common stock and 840 shares of Convertible Preferred Stock, which is convertible into 2,797 shares of common stock.

(5) For purposes of this Form 4, Black Horse Advisors, Black Horse Management, and Messrs. Sheehy and Chappell disclaim ownership of the shares of common stock owned by the funds reporting on this Form 4 except to the extent of their pecuniary interest therein.

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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