

LEVITT CORP
Form SC 13G/A
December 27, 2007

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Levitt Corporation

(Name of Issuer)

Class A Common Stock, \$0.01 par value per share

(Title of Class of Securities)

52742P108

(CUSIP Number)

December 20, 2007

(Date of Event Which Requires Filing of this Statement)

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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)

* 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 cover 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 (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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CUSIP No. 52742P108

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

QVT Financial LP

11-3694008

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of

0

Shares

6. Shared Voting Power

Beneficially

Owned by

5,522,111

Each

7. Sole Dispositive Power

Reporting

Person

0

8. Shared Dispositive Power

With:

5,522,111

9. Aggregate Amount Beneficially Owned by Each Reporting Person

5,522,111

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

5.74%

12. Type of Reporting Person (See Instructions)

PN

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CUSIP No. 52742P108

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

QVT Financial GP LLC

11-3694007

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) ..

(b) x

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of

0

Shares

6. Shared Voting Power

Beneficially

Owned by

5,522,111

Each

7. Sole Dispositive Power

Reporting

Person

0

8. Shared Dispositive Power

With:

5,522,111

9. Aggregate Amount Beneficially Owned by Each Reporting Person

5,522,111

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

5.74%

12. Type of Reporting Person (See Instructions)

OO

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CUSIP No. 52742P108

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

QVT Associates GP LLC

01-0798253

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of

0

Shares

6. Shared Voting Power

Beneficially

Owned by

5,004,850

Each

7. Sole Dispositive Power

Reporting

Person

0

8. Shared Dispositive Power

With:

5,004,850

9. Aggregate Amount Beneficially Owned by Each Reporting Person

5,004,850

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

..

11. Percent of Class Represented by Amount in Row (9)

5.20%

12. Type of Reporting Person (See Instructions)

OO

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- Item 1(a).** Name of Issuer
Levitt Corporation (the Issuer)
- Item 1(b).** Address of Issuer's Principal Executive Offices
The address of the Issuer's principal executive offices is:
2200 West Cypress Creek Road, Fort Lauderdale, Florida 33309, United States
- Item 2(a).** Name of Person Filing
- Item 2(b).** Address of Principal Business Office or, if none, Residence
- Item 2(c).** Citizenship
QVT Financial LP
1177 Avenue of the Americas, 9th Floor
New York, New York 10036
Delaware Limited Partnership
QVT Financial GP LLC
1177 Avenue of the Americas, 9th Floor
New York, New York 10036
Delaware Limited Liability Company
QVT Associates GP LLC
1177 Avenue of the Americas, 9th Floor
New York, New York 10036
Delaware Limited Liability Company
- Item 2(d).** Title of Class of Securities
Class A common stock, \$0.01 par value per share (the Common Stock)
- Item 2(e).** CUSIP Number
The CUSIP number of the Common Stock is 52742P108.
- Item 3.** **If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**
- Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
 - Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
 - Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
 - Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
 - An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
 - An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
 - A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
 - A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
 - A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j) " Group, in accordance with § 240.13d-1(b)(1)(ii)(J).

Item 9. Notice of Dissolution of Group

Not Applicable

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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: December 26, 2007

QVT FINANCIAL LP

By QVT Financial GP LLC,

its General Partner

By: /s/ Lars Bader
Name: Lars Bader
Title: Managing Member

By: /s/ Tracy Fu
Name: Tracy Fu
Title: Managing Member

QVT ASSOCIATES GP LLC

By: /s/ Lars Bader
Name: Lars Bader
Title: Managing Member

By: /s/ Tracy Fu
Name: Tracy Fu
Title: Managing Member

QVT FINANCIAL GP LLC

By: /s/ Lars Bader
Name: Lars Bader
Title: Managing Member

By: /s/ Tracy Fu
Name: Tracy Fu
Title: Managing Member

EXHIBIT A

JOINT FILING AGREEMENT

The undersigned hereby agree that the statement on Schedule 13G signed by each of the undersigned shall be filed on behalf of each of the undersigned pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended.

Dated: December 26, 2007

QVT FINANCIAL LP

By QVT Financial GP LLC,

its General Partner

By: /s/ Lars Bader
Name: Lars Bader
Title: Managing Member

By: /s/ Tracy Fu
Name: Tracy Fu
Title: Managing Member

QVT FINANCIAL GP LLC

By: /s/ Lars Bader
Name: Lars Bader
Title: Managing Member

By: /s/ Tracy Fu
Name: Tracy Fu
Title: Managing Member

QVT ASSOCIATES GP LLC

By: /s/ Lars Bader
Name: Lars Bader
Title: Managing Member

By: /s/ Tracy Fu
Name: Tracy Fu
Title: Managing Member