

Madison Christopher B  
 Form 3/A  
 January 05, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *			2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Mast Capital Management LLC			(Month/Day/Year)	INTERNATIONAL WIRE GROUP INC [ITWG]	
(Last)	(First)	(Middle)	12/17/2008		
200 CLARENDON STREET,Â 51ST FLOOR			4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)		12/23/2008
BOSTON,Â MAÂ 02116			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below)    (specify below)		6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)			

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, \$0.01 par value per share	1,463,825	I	See footnote <sup>(1)</sup>

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mast Capital Management LLC 200 CLARENDON STREET 51ST FLOOR BOSTON, MA 02116	^	^ X	^	^
Madison Christopher B C/O MAST CAPITAL MANAGEMENT, LLC 200 CLARENDON STREET, 51ST FLOOR BOSTON, MA 02116	^	^ X	^	^
Steinberg David J. C/O MAST CAPITAL MANAGEMENT, LLC 200 CLARENDON STREET, 51ST FLOOR BOSTON, MA 02116	^	^ X	^	^
Mast Credit Opportunities I Master Fund LTD C/O MAST CAPITAL MANAGEMENT, LLC 200 CLARENDON STREET, 51ST FLOOR BOSTON, MA 02116	^	^ X	^	^
Mast OC I Master Fund L.P. C/O MAST CAPITAL MANAGEMENT, LLC 200 CLARENDON STREET, 51ST FLOOR BOSTON, MA 02116	^	^ X	^	^

## Signatures

By: /s/ Christopher B. Madison, Manager of Mast Capital Management, LLC	12/30/2008
**Signature of Reporting Person	Date
By: /s/ Christopher B. Madison	12/30/2008
**Signature of Reporting Person	Date
By: /s/ David J. Steinberg	12/30/2008
**Signature of Reporting Person	Date
By: /s/ Christopher B. Madison, Director of Mast Credit Opportunities I Master Fund Limited	12/30/2008
**Signature of Reporting Person	Date
By: /s/ Christopher B. Madison, Manager of Mast Capital Management, LLC, General Partner of Mast OC I Master Fund L.P.	12/30/2008
**Signature of Reporting Person	Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 473,125 shares held by Mast OC I Master Fund L.P. (the "LP") which were inadvertently reported as being held by Mast Credit Opportunities I Master Fund Limited (the "Fund") on the reporting persons' original Form 3. Also includes 990,000 shares held by the Fund. The Fund and the LP are the direct owners of 990,000 and 473,125 shares of Common Stock of the Issuer, respectively. Mast Capital Management, LLC is the investment adviser to each of the Fund and the LP, and general partner of the LP, and Christopher B. Madison and David J. Steinberg are the managers of Mast Capital Management, LLC. Each of the Reporting Persons disclaims beneficial ownership of such shares except to the extent of his or its pecuniary interest therein, if any.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.