

Edgar Filing: Deerfield Capital Corp. - Form SC 13G/A

Deerfield Capital Corp.
Form SC 13G/A
December 02, 2010

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment No. 5)

DEERFIELD CAPITAL CORP.

(Name of Issuer)

COMMON, \$0.001 PAR VALUE PER SHARE

(Title of class of Securities)

244331302

(CUSIP Number)

1 December 2010

(Date of Event which Requires Filing of this Statement)

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 on the remainder of this cover page shall
not be deemed "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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1. NAME OF REPORTING PERSON
WILLIAM AND CLAIRE DART FOUNDATION
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
- (a)
- (b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION
MICHIGAN

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON:

5. SOLE VOTING POWER 337,590

6. SHARED VOTING POWER -0-

7. SOLE DISPOSITIVE POWER 337,590

8. SHARED DISPOSITIVE POWER -0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
337,590 shares

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

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
3.0%

12. TYPE OF REPORTING PERSON*
OO

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1. NAME OF REPORTING PERSON
ROBERT C. DART FAMILY TRUST
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b)
3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION

NEVADA

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON:

5. SOLE VOTING POWER -0-
6. SHARED VOTING POWER 405,540
7. SOLE DISPOSITIVE POWER -0-
8. SHARED DISPOSITIVE POWER 405,540
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
405,540 shares
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
3.7%
12. TYPE OF REPORTING PERSON*
OO

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1. NAME OF REPORTING PERSON
COPPER MOUNTAIN INVESTMENTS LTD.
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b)

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3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

CAYMAN ISLANDS

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON:

5. SOLE VOTING POWER	-0-
6. SHARED VOTING POWER	173,335
7. SOLE DISPOSITIVE POWER	-0-
8. SHARED DISPOSITIVE POWER	173,335

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
173,335 shares

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

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
1.6%

12. TYPE OF REPORTING PERSON*
CO

CUSIP NO. 244331302

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1. NAME OF REPORTING PERSON
S.S. OR I.R.S IDENTIFICATION NO. OF ABOVE PERSON
ROBERT C. DART

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

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION
BELIZE

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON:

5. SOLE VOTING POWER -0-
6. SHARED VOTING POWER 173,335
7. SOLE DISPOSITIVE POWER -0-
8. SHARED DISPOSITIVE POWER 173,335
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
173,335 shares
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* []
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
1.6%
12. TYPE OF REPORTING PERSON*
IN

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1. NAME OF REPORTING PERSON
S.S. OR I.R.S IDENTIFICATION NO. OF ABOVE PERSON
WILLIAM A. DART
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) []
(b) [x]
3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION
UNITED STATES

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON:

5. SOLE VOTING POWER -0-

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6. SHARED VOTING POWER 405,540
7. SOLE DISPOSITIVE POWER -0-
8. SHARED DISPOSITIVE POWER 405,540
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
405,540 shares
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* []
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
3.7%
12. TYPE OF REPORTING PERSON*
IN

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1. NAME OF REPORTING PERSON
S.S. OR I.R.S IDENTIFICATION NO. OF ABOVE PERSON
CLAIRE T. DART
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) []
(b) [x]
3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION
UNITED STATES

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON:

5. SOLE VOTING POWER -0-
6. SHARED VOTING POWER 405,540
7. SOLE DISPOSITIVE POWER -0-

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8. SHARED DISPOSITIVE POWER 405,540
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
405,540 shares
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) []
EXCLUDES CERTAIN SHARES*
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
3.7%
12. TYPE OF REPORTING PERSON*
IN

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This Amendment No. 5 to Schedule 13G amends the Amendment No.4 to Schedule 13G filed by the Reporting Persons on July 16, 2010. This Amendment No. 5 to Schedule 13G is being filed to report a change in ownership of the common stock of the issuer beneficially owned by the Reporting Persons. Dart Container Corporation has sold the 405,540 shares of common stock of Deerfield Capital Corp that it owned to the Robert C. Dart Family Trust, a related party. The result of this transaction is to remove Dart Container Corporation as a Reporting Person on this Schedule 13G and to include the Robert C. Dart Family Trust, William A. Dart, and Claire T. Dart as new Reporting Persons within the reporting group.

ITEM 1(a). NAME OF ISSUER:
DEERFIELD CAPITAL CORP.

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:
6250 N. RIVER ROAD
ROSEMONT, IL 60018

ITEM 2(a)-(c). NAME, ADDRESS AND CITIZENSHIP OF EACH PERSON FILING:

The William and Claire Dart Foundation (the Dart Foundation), 500 Hogsback Road, Mason, MI 48854, is a private foundation organized in Michigan.

Robert C. Dart Family Trust (Family Trust), c/o Dart Financial Corporation, 500 Hogsback Rd., Mason, MI 48854, a Nevada trust. Mr. Robert C. Dart and certain members of his family are beneficiaries of the Family Trust. Dart

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Financial Corporation, 500 Hogsback Rd, Mason, MI, 48854, a Nevada corporation, is the Trustee for the Robert C. Dart Family Trust. [William A. Dart and Claire T. Dart, United States citizens, through their control of Dart Financial Corporation, may be deemed the indirect beneficial owner of the shares of the Issuer owned by the Family Trust.]

Copper Mountain Investments Limited (Copper Mountain), P. O. Box 31363, Grand Cayman, KY1-1206 Cayman Islands, a Cayman Islands company owned 100% by Robert C. Dart.

Robert C. Dart, P. O. Box 30229, Grand Cayman, KY1-1201, Cayman Islands, a Belize citizen, is the sole owner of stock of Copper Mountain and is the beneficial owner of the shares of the Issuer owned by Copper Mountain.

The Dart Foundation, Family Trust, Copper Mountain, William A. Dart, Claire T. Dart, and Robert C. Dart (the Reporting Persons) are filing this Amendment No.5 to Schedule 13G jointly because they may be regarded as a group. However, a) The Family Trust, Copper Mountain, William A. Dart, Claire T. Dart, and Robert C. Dart each disclaim beneficial ownership of the shares owned by the Dart Foundation, and (b) the Dart Foundation disclaims beneficial ownership of the shares owned by the Family Trust, Copper Mountain, William A. Dart, Claire T. Dart, and Robert C. Dart, and (c) The Family Trust and Copper Mountain each disclaim beneficial ownership of the shares owned by the other.

Each of the Reporting Persons disclaims membership in a group,

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and this filing shall not constitute an acknowledgement that the filing persons constitute a group.

ITEM 2(d). TITLE OF CLASS OF SECURITIES:
Common Stock \$.001 par value per share

ITEM 2(e). CUSIP NUMBER: 244331302

ITEM 3. Not Applicable.

ITEM 4. OWNERSHIP

As of the date of Amendment No. 5 to Schedule 13G, the Reporting Persons beneficially owned, in the aggregate, 916,465 (8.3%)¹ of the outstanding shares of the common stock of the issuer.

Copper Mountain Investments Ltd. beneficially owns the following:

(a) Amount Beneficially owned: 173,335
(b) Percent of Class: 1.6%
(c) Number of shares as to which the person has:
(i) sole power to vote or to direct the vote: -0-
(ii) shared power to vote or to direct the vote: 173,335
(iii) sole power to dispose of or to direct the disposition of:
-0-
(iv) shared power to dispose of or to direct the disposition of:
173,335

Robert C. Dart Family Trust beneficially owns the following:

(a) Amount Beneficially owned: 405,540

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- (b) Percent of Class: 3.7%
- (c) Number of shares as to which the person has:
 - (i) sole power to vote or to direct the vote: -0-
 - (ii) shared power to vote or to direct the vote: 405,540
 - (iii) sole power to dispose of or to direct the disposition of:
-0-
 - (iv) shared power to dispose of or to direct the disposition of:
405,540

Dart Financial Corporation is the Trustee of the Family Trust.
[William A. Dart and Claire T. Dart through their control of Dart Financial Corporation, may be deemed the indirect beneficial owner of the 405,540 shares of the issuer owned by the Family Trust for which they have shared power to vote or to direct the vote and shared power to dispose of or to direct the disposition of such shares.]

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Robert C. Dart beneficially owns the following:

- (a) Amount Beneficially owned: 173,335
- (b) Percent of Class: 1.6%
- (c) Number of shares as to which the person has:
 - (i) sole power to vote or to direct the vote: -0-
 - (ii) shared power to vote or to direct the vote: 173,335
 - (iii) sole power to dispose of or to direct the disposition of:
-0-
 - (iv) shared power to dispose of or to direct the disposition of:
173,335

The William and Claire Dart Foundation beneficially owns the following:

- (a) Amount Beneficially owned: 337,590

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- (b) Percent of Class: 3.0%
- (c) Number of shares as to which the person has:
 - (i) sole power to vote or to direct the vote: 337,590
 - (ii) shared power to vote or to direct the vote: -0-
 - (iii) sole power to dispose of or to direct the disposition of:
337,590
 - (iv) shared power to dispose of or to direct the disposition of: -0-

ITEM 5. OWNERSHIP OF 5 PERCENT OR LESS OF A CLASS: []
Not Applicable

ITEM 6. OWNERSHIP OF MORE THAN 5 PERCENT ON BEHALF OF ANOTHER PERSON:
Not Applicable

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON.
Not applicable

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

The William and Claire Dart Foundation (the Dart Foundation), 500 Hogsback Road, Mason, MI 48854, is a private foundation organized in Michigan.

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Robert C. Dart Family Trust (Family Trust), c/o Dart Financial Corporation, 500 Hogsback Rd., Mason, MI 48854, a Nevada trust. Mr. Robert C. Dart and certain members of his family are beneficiaries of the Family Trust. Dart Financial Corporation, 500 Hogsback Rd, Mason, MI, 48854, a Nevada corporation, is the Trustee for the Robert C. Dart Family Trust. [William A. Dart and Claire T. Dart, United States citizens, through their control of Dart financial Corporation, may be deemed the indirect beneficial owner of the shares of the Issuer owned by the Family Trust.]

Copper Mountain Investments Limited (Copper Mountain), P. O. Box 31363, Grand Cayman, KY1-1206 Cayman Islands, a Cayman Islands company owned 100% by Robert C. Dart.

Robert C. Dart, P. O. Box 30229, Grand Cayman, KY1-1201, Cayman
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Islands, a Belize citizen, is the sole owner of stock of Copper Mountain and is the beneficial owner of the shares of the Issuer owned by Copper Mountain.

The Dart Foundation, Family Trust, Copper Mountain, William A. Dart, Claire T. Dart, and Robert C. Dart (the Reporting Persons) are filing this Amendment No.5 to Schedule 13G jointly because they may be regarded as a group. However, a) The Family Trust, Copper Mountain, William A. Dart, Claire T. Dart, and Robert C. Dart each disclaim beneficial ownership of the shares owned by the Dart Foundation, and (b) the Dart Foundation disclaims beneficial ownership of the shares owned by the Family Trust, Copper Mountain, William A. Dart, Claire T. Dart, and Robert C. Dart, and (c) The Family Trust and Copper Mountain each disclaim beneficial ownership of the shares owned by the other.

Each of the Reporting Persons disclaims membership in a group,
ITEM 9. NOTICE OF DISSOLUTION OF GROUP. Not applicable.

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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.

COPPER MOUNTAIN INVESTMENTS LIMITED
BY: James D. Lammers, Director
1 December 2010

ROBERT C. DART
1 December 2010

ROBERT C. DART FAMILT TRUST
BY: Dart Financial Corporation, Trustee
William A. Dart, President
1 December 2010

WILLIAM A. DART

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1 December 2010

CLAIRE T. DART
1 December 2010

WILLIAM AND CLAIRE DART FOUNDATION
BY: William A. Dart, Director
1 December 2010

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EXHIBIT A
JOINT FILING AGREEMENT

The undersigned agree to the joint filing of Schedule 13G (including any and all amendments thereto) with respect to the shares of Common stock of Deerfield Capital Corp. The undersigned further agree and acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the other, except to the extent that it knows or has reason to believe that such information is inaccurate

COPPER MOUNTAIN INVESTMENTS LIMITED
BY: James D. Lammers, Director
1 December 2010

ROBERT C. DART
1 December 2010

ROBERT C. DART FAMILT TRUST
BY: Dart Financial Corporation, Trustee
William A. Dart, President
1 December 2010

WILLIAM A. DART
1 December 2010

CLAIRE T. DART
1 December 2010

WILLIAM AND CLAIRE DART FOUNDATION
BY: William A. Dart, Director
1 December 2010

1 Based on 11,000,812 shares of Common Stock outstanding as reported in the Issuers quarterly report on Form 10-Q filed on November 15, 2010.

