

UNITED RENTALS INC /DE
Form SC 13G/A
May 01, 2007

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)

UNITED RENTALS, INC.

(Name of Issuer)

Common Stock, \$.01 par value per share

(Title of Class of Securities)

911363109

(CUSIP Number)

December 31, 2006

(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 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).

Continued on following pages
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CUSIP No.: 911363109

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.....

1. Names of Reporting Persons.

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

CLOVIS CAPITAL MANAGEMENT, L.P.

.....

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

.....

3. SEC Use Only

.....

4. Citizenship or Place of Organization

Delaware

.....

| | | | |
|--------------------|----|-------------------|------|
| Number of Shares | 5. | Sole Voting Power | None |
| Beneficially Owned | | | |
| by Each Reporting | | | |
| Person With | | | |

.....

| | | | |
|--|----|---------------------|---------|
| | 6. | Shared Voting Power | 300,000 |
|--|----|---------------------|---------|

.....

| | | | |
|--|----|------------------------|------|
| | 7. | Sole Dispositive Power | None |
|--|----|------------------------|------|

.....

| | | | |
|--|----|--------------------------|---------|
| | 8. | Shared Dispositive Power | 300,000 |
|--|----|--------------------------|---------|

.....

9. Aggregate Amount Beneficially Owned by Each Reporting Person

300,000

.....

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

.....

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

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0.37% based on 81,109,020 shares outstanding as of October 20, 2006.

12. Type of Reporting Person:

PN; IA

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1. Names of Reporting Persons.

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

CLOVIS CAPITAL GROUP, LLC

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With

5. Sole Voting Power None

6. Shared Voting Power 300,000

7. Sole Dispositive Power None

8. Shared Dispositive Power 300,000

9. Aggregate Amount Beneficially Owned by Each Reporting Person

300,000

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

[]

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

0.37% based on 81,109,020 shares outstanding as of October 20, 2006.

12. Type of Reporting Person:

00

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1. Names of Reporting Persons.

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

CLOVIS CAPITAL PARTNERS (CAYMAN), LTD.

2. Check the Appropriate Box if a Member of a Group

(a) [X]

(b) []

3. SEC Use Only

4. Citizenship or Place of Organization

Cayman Islands

Number of Shares Beneficially Owned by Each Reporting Person With 5. Sole Voting Power None

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6. Shared Voting Power 300,000
.....
7. Sole Dispositive Power None
.....
8. Shared Dispositive Power 300,000
.....
9. Aggregate Amount Beneficially Owned by Each Reporting Person

300,000
.....
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions)

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

0.37% based on 81,109,020 shares outstanding as of October 20, 2006.
.....
12. Type of Reporting Person:

CO

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-
1. Names of Reporting Persons.

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

CLOVIS CAPITAL PARTNERS INSTITUTIONAL, L.P.
.....
2. Check the Appropriate Box if a Member of a Group

(a) [X]

(b) []
.....
3. SEC Use Only

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.....
4. Citizenship or Place of Organization

Delaware
.....

Number of Shares Beneficially Owned by Each Reporting Person With

| | | |
|----|-------------------|------|
| 5. | Sole Voting Power | None |
|----|-------------------|------|

.....
6. Shared Voting Power 300,000
.....

7. Sole Dispositive Power None
.....

8. Shared Dispositive Power 300,000
.....

9. Aggregate Amount Beneficially Owned by Each Reporting Person

300,000
.....

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

[]
.....

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

0.37% based on 81,109,020 shares outstanding as of October 20, 2006.
.....

12. Type of Reporting Person:

PN

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.....
1. Names of Reporting Persons.

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

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CLOVIS CAPITAL PARTNERS, L.P.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each Reporting Person With

| | |
|----------------------|------|
| 5. Sole Voting Power | None |
|----------------------|------|

| | |
|------------------------|---------|
| 6. Shared Voting Power | 300,000 |
|------------------------|---------|

| | |
|---------------------------|------|
| 7. Sole Dispositive Power | None |
|---------------------------|------|

| | |
|-----------------------------|---------|
| 8. Shared Dispositive Power | 300,000 |
|-----------------------------|---------|

9. Aggregate Amount Beneficially Owned by Each Reporting Person

300,000

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

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

0.37% based on 81,109,020 shares outstanding as of October 20, 2006.

12. Type of Reporting Person:

PN

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.....

1. Names of Reporting Persons.

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

MR. MICHAEL PROBER

.....

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

.....

3. SEC Use Only

.....

4. Citizenship or Place of Organization

United States of America

.....

| | | | |
|--------------------|----|-------------------|------|
| Number of Shares | 5. | Sole Voting Power | None |
| Beneficially Owned | | | |
| by Each Reporting | | | |
| Person With | | | |

.....

| | | | |
|--|----|---------------------|---------|
| | 6. | Shared Voting Power | 300,000 |
|--|----|---------------------|---------|

.....

| | | | |
|--|----|------------------------|------|
| | 7. | Sole Dispositive Power | None |
|--|----|------------------------|------|

.....

| | | | |
|--|----|--------------------------|---------|
| | 8. | Shared Dispositive Power | 300,000 |
|--|----|--------------------------|---------|

.....

9. Aggregate Amount Beneficially Owned by Each Reporting Person

300,000

.....

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

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

0.37% based on 81,109,020 shares outstanding as of October 20, 2006.

12. Type of Reporting Person:

HC

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1. Names of Reporting Persons.

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

MR. SCOTT SCHER

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States of America

| | | | |
|---|----|-------------------|------|
| Number of Shares Beneficially Owned by Each Reporting Person With | 5. | Sole Voting Power | None |
|---|----|-------------------|------|

| | | | |
|--|----|---------------------|---------|
| | 6. | Shared Voting Power | 300,000 |
|--|----|---------------------|---------|

| | | | |
|--|----|------------------------|------|
| | 7. | Sole Dispositive Power | None |
|--|----|------------------------|------|

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8. Shared Dispositive Power 300,000
.....
9. Aggregate Amount Beneficially Owned by Each Reporting Person

300,000
.....
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions)

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

0.37% based on 81,109,020 shares outstanding as of October 20, 2006.
.....
12. Type of Reporting Person:

HC

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Item 1(a) Name of Issuer:
United Rentals, Inc. (the "Issuer").
Item 1(b) Address of Issuer's Principal Executive Offices:
Five Greenwich Office Park, Greenwich, CT 06831.
Item 2(a) Name of Person Filing

This Statement is filed on behalf of each of the following persons (collectively, the "Reporting Persons"):

- i) Clovis Capital Management, L.P. ("Clovis Capital Management");
- ii) Clovis Capital Group, LLC ("Clovis Capital Group");
- iii) Clovis Capital Partners (Cayman), Ltd. ("Clovis Capital Partners (Cayman)");
- iv) Clovis Capital Partners Institutional, L.P. ("Clovis Capital Partners Institutional");
- v) Clovis Capital Partners, L.P. ("Clovis Capital Partners");
- vi) Mr. Michael Prober ("Mr. Prober"); and
- vii) Mr. Scott Scher ("Mr. Scher").

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This Statement relates to Shares (as defined herein) held for the accounts of Clovis Capital Partners (Cayman), Clovis Capital Partners Institutional and Clovis Capital Partners. Clovis Capital Management is a registered investment adviser under Section 203 of the Investment Advisers Act of 1940, as amended, and serves as Investment Manager to each of Clovis Capital Partners (Cayman), Clovis Capital Partners Institutional and Clovis Capital Partners. Clovis Capital Group serves as general partner for each of Clovis Capital Partners Institutional and Clovis Capital Partners. Mr. Prober and Mr. Scher are portfolio managers at Clovis Capital Management with authority to make all voting and investment decisions regarding the Shares held for the accounts of each of Clovis Capital Partners (Cayman), Clovis Capital Partners Institutional, and Clovis Capital Partners. Each of Mr. Prober and Mr. Scher is a limited partner of Clovis Capital Management and is a managing member of Clovis Capital Group.

Item 2(b). Address of Principal Business Office or, if None, Residence

The address of the principal business office of each of Clovis Capital Management, Clovis Capital Group, Clovis Capital Partners Institutional, Clovis Capital Partners, Mr. Prober and Mr. Scher is 640 Fifth Avenue, 14th Floor, New York, New York 10019. The address of the principal business office of Clovis Capital Partners (Cayman) is c/o Goldman Sachs (Cayman) Trust, Limited, P.O. Box 896, Harbour Centre, George Town, Grand Cayman, Cayman Islands.

Item 2(c). Citizenship

i) Clovis Capital Management is a Delaware limited partnership;

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- ii) Clovis Capital Group is a Delaware limited liability company;
- iii) Clovis Capital Partners (Cayman) is a Cayman Islands exempted company;
- iv) Clovis Capital Partners Institutional is a Delaware limited partnership;
- v) Clovis Capital Partners is a Delaware limited partnership;
- vi) Mr. Prober is a citizen of the United States of America; and
- vii) Mr. Scher is a citizen of the United States of America.

Item 2(d). Title of Class of Securities:

Common Stock, \$.01 par value per share (the "Shares").

Item 2(e). CUSIP Number:

911363109

Item 3. If This Statement is Filed Pursuant to ss.ss.240.13d-1(b) or 240.13d-2(b) or (c), Check Whether the Person Filing is a:

This Item 3 is not applicable.

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Item 4. Ownership:

Item 4(a) Amount Beneficially Owned:

As of February 5, 2007, each of the Reporting Persons may be deemed to be the beneficial owner of 300,000 Shares. This number consists of: (A) 187,717 Shares held for the account of Clovis Capital Partners (Cayman); (B) 98,634 Shares held for the account of Clovis Capital Partners Institutional; and (C) 13,649 Shares held for the account of Clovis Capital Partners.

Item 4(b) Percent of Class:

The number of Shares of which each of the Reporting Persons may be deemed to be the beneficial owner constitutes approximately 0.37% of the total number of Shares outstanding (based upon information provided by the Issuer in its most recently-filed quarterly report on Form 10-Q, there were 81,109,020 Shares outstanding as of October 20, 2006).

Item 4(c) Number of Shares of which such person has:

Clovis Capital Management, Clovis Capital Group, Clovis Capital Partners (Cayman), Clovis Capital Partners Institutional, Clovis Capital Partners, Mr. Prober and Mr. Scher:

| | |
|--|---------|
| (i) Sole power to vote or direct the vote: | None |
| (ii) Shared power to vote or direct the vote: | 300,000 |
| (iii) Sole power to dispose or direct the disposition of: | None |
| (iv) Shared power to dispose or direct the disposition of: | 300,000 |

Item 5. Ownership of Five Percent or Less of a Class:

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If this statement is to be filed to report the fact that as of the date hereof the Reporting Persons have ceased to be the beneficial owners of more than five percent of the Shares, check the following box: [X].

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

This Item 6 is not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:

See disclosure in Item 2(a) hereof.

Item 8. Identification and Classification of Members of the Group:

See disclosure in Item 2(a) hereof.

Item 9. Notice of Dissolution of Group:

This Item 9 is not applicable.

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Item 10. Certification:

By signing below, each of the Reporting Persons certifies that, to the best of their 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.

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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.

Date: February 12, 2007 CLOVIS CAPITAL MANAGEMENT, L.P.

By: /s/ Jeffrey A. Podell

Name: Jeffrey A. Podell
Title: Chief Financial Officer

Date: February 12, 2007 CLOVIS CAPITAL GROUP, LLC

By: /s/ Jeffrey A. Podell

Name: Jeffrey A. Podell
Title: Chief Financial Officer

Date: February 12, 2007 CLOVIS CAPITAL PARTNERS (CAYMAN), LTD.

By: Clovis Capital Management, L.P.
As Investment Manager

By: /s/ Jeffrey A. Podell

Name: Jeffrey A. Podell
Title: Chief Financial Officer

Date: February 12, 2007 CLOVIS CAPITAL PARTNERS INSTITUTIONAL, L.P.

By: Clovis Capital Group, LLC
As General Partner

By: /s/ Jeffrey A. Podell

Name: Jeffrey A. Podell
Title: Chief Financial Officer

Date: February 12, 2007 CLOVIS CAPITAL PARTNERS, L.P.

By: Clovis Capital Group, LLC

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As General Partner

By: /s/ Jeffrey A. Podell

Name: Jeffrey A. Podell
Title: Chief Financial Officer

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Date: February 12, 2007

MR. MICHAEL PROBER

By: /s/ Michael Prober

Date: February 12, 2007

MR. SCOTT SCHER

By: /s/ Scott Scher