

NIERENBERG INVESTMENT MANAGEMENT CO
Form SC 13D/A
June 26, 2008

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 5)

MOVE, INC. (MOVE)
(Name of Issuer)

Common Stock

(Title of Class of Securities)

62458M108

(CUSIP Number)

David Nierenberg
The D3 Family Funds
19605 NE 8th Street
Camas, WA 98607
(360) 604-8600

With a copy to:

Henry Lesser, Esq.
DLA Piper US LLP
2000 University Avenue
East Palo Alto, CA 94303
(650) 833-2000

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

June 24, 2008

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D and is filing this schedule because of ss.ss. 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

CUSIP No. 62458M108

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

The D3 Family Fund, L.P.

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3 SEC USE ONLY

WC

4 SOURCE OF FUNDS*

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Washington

7 SOLE VOTING POWER

3,497,870 common shares (2.3%)

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

8 SHARED VOTING POWER

0

9 SOLE DISPOSITIVE POWER

3,497,870

10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

For the reporting person listed on this page, 3,497,870; for all reporting persons as a group, 22,065,886 shares (14.5%)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14.5%

14 TYPE OF REPORTING PERSON*

PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

The D3 Family Bulldog Fund, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

 (a) |X|
 (b) |_|

3 SEC USE ONLY

WC

4 SOURCE OF FUNDS*

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e) |_|

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Washington

7 SOLE VOTING POWER

13,898,140 common shares (9.2%)

8 SHARED VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

9 SOLE DISPOSITIVE POWER
13,898,140

10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

For the reporting person listed on this page, 13,898,140; for all reporting persons as a group, 22,065,886 shares (14.5%)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* |_|

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14.5%

14 TYPE OF REPORTING PERSON*

PN

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3

CUSIP No. 62458M108

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

The D3 Family Canadian Fund, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3 SEC USE ONLY

WC

4 SOURCE OF FUNDS*

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Washington

7 SOLE VOTING POWER

689,270 common shares (0.5%)

NUMBER OF
SHARES

BENEFICIALLY

OWNED BY

EACH

REPORTING

PERSON

WITH

8 SHARED VOTING POWER

0

9 SOLE DISPOSITIVE POWER

689,270

10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

For the reporting person listed on this page, 689,270; for all
reporting persons as a group, 22,065,886 shares (14.5%)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

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14.5%

14 TYPE OF REPORTING PERSON*

PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

4

CUSIP No. 62458M108

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

The DIII Offshore Fund, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3 SEC USE ONLY

WC

4 SOURCE OF FUNDS*

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Bahamas

7 SOLE VOTING POWER

3,980,606 common shares (2.6%)

NUMBER OF 8 SHARED VOTING POWER

SHARES 0

BENEFICIALLY

OWNED BY

EACH

REPORTING

PERSON

WITH

9 SOLE DISPOSITIVE POWER

3,980,606

10 SHARED DISPOSITIVE POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

For the reporting person listed on this page, 3,980,606; for all reporting persons as a group, 22,065,886 shares (14.5%)

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12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14.5%

14 TYPE OF REPORTING PERSON*

PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

5

CUSIP No. 62458M108

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

Nierenberg Investment Management Company, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3 SEC USE ONLY

AF

4 SOURCE OF FUNDS*

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Washington

7 SOLE VOTING POWER

0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

8 SHARED VOTING POWER
22,065,886 common shares (14.5%)

9 SOLE DISPOSITIVE POWER

0

10 SHARED DISPOSITIVE POWER

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22,065,886

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

For the reporting person listed on this page, 22,065,886 shares; for all reporting persons as a group, 22,065,886 shares (14.5%)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14.5%

14 TYPE OF REPORTING PERSON*

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

6

CUSIP No. 62458M108

1 NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

Nierenberg Investment Management Offshore, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3 SEC USE ONLY

AF

4 SOURCE OF FUNDS*

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Bahamas

7 SOLE VOTING POWER

0

NUMBER OF SHARES

8 SHARED VOTING POWER

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BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 3,980,606 common shares (2.6%)

EACH 9 SOLE DISPOSITIVE POWER
REPORTING PERSON 0
WITH -----
10 SHARED DISPOSITIVE POWER

3,980,606

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

For the reporting person listed on this page, 3,980,606; for all reporting persons as a group, 22,065,886 shares (14.5%)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14.5%

14 TYPE OF REPORTING PERSON*

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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CUSIP No. 62458M108

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

David Nierenberg

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3 SEC USE ONLY

AF

4 SOURCE OF FUNDS*

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Washington

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	7	SOLE VOTING POWER	0
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER	22,065,886 common shares (14.5%)
	9	SOLE DISPOSITIVE POWER	0
	10	SHARED DISPOSITIVE POWER	22,065,886

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

For the reporting person listed on this page, 22,065,886; for all reporting persons as a group, 22,065,886 shares (14.5%)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14.5%

14 TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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This Amendment No.5 to Schedule 13D (this "Amendment") amends the below-indicated items from the Schedule 13D previously filed by or on behalf of the undersigned parties (the "Reporting Persons"), as previously amended (the "Schedule 13D"), by supplementing such Items with the information below:

Item 3. Source and Amount of Funds or Other Consideration.

The total amount of funds used by the Reporting Persons to make all purchases of Shares beneficially owned by the Reporting Persons, as reported in Item 5(c), was \$5,444,245. The source of funds for purchases of Shares by each of the Reporting Persons is the working capital of the applicable D3 Family Fund.

Item 5. Interest in Securities of the Issuer.

(a, b) The Reporting Persons, in the aggregate, beneficially own 22,065,886 Shares, constituting approximately 14.5% of the outstanding Shares.

(c) Since the previous amendment to the Schedule 13D, the following purchases of Shares were made by the Reporting Persons named below in open market transactions:

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Fund	Trade Date	Shares Bought	Price
D3 Family Fund, LP	05/19/2008	2,000	2.98
D3 Family Bulldog Fund, LP	05/19/2008	800	2.98
DIII Offshore Fund, LP	05/19/2008	2,000	2.98
D3 Family Fund, LP	05/20/2008	22,900	2.95
D3 Family Bulldog Fund, LP	05/20/2008	83,500	2.95
DIII Offshore Fund, LP	05/20/2008	23,200	2.95
D3 Family Fund, LP	05/21/2008	19,115	2.95
D3 Family Bulldog Fund, LP	05/21/2008	77,700	2.95
D3 Family Canadian Fund, LP	05/21/2008	2,470	2.95
DIII Offshore Fund, LP	05/21/2008	19,555	2.95
D3 Family Fund, LP	05/22/2008	15,955	3.00
D3 Family Bulldog Fund, LP	05/22/2008	59,190	3.00
D3 Family Canadian Fund, LP	05/22/2008	2,225	3.00
DIII Offshore Fund, LP	05/22/2008	17,787	3.00
D3 Family Fund, LP	05/23/2008	27,800	2.93
D3 Family Bulldog Fund, LP	05/23/2008	115,440	2.93
D3 Family Canadian Fund, LP	05/23/2008	6,673	2.93
DIII Offshore Fund, LP	05/23/2008	30,087	2.93
D3 Family Canadian Fund, LP	05/27/2008	1,400	2.94
D3 Family Fund, LP	05/28/2008	21,625	2.94
D3 Family Bulldog Fund, LP	05/28/2008	83,000	2.94
D3 Family Canadian Fund, LP	05/28/2008	6,140	2.94
DIII Offshore Fund, LP	05/28/2008	31,635	2.94
D3 Family Fund, LP	05/29/2008	800	2.95
D3 Family Bulldog Fund, LP	05/29/2008	9,900	2.95
D3 Family Canadian Fund, LP	05/29/2008	2,678	2.95
D3 Family Fund, LP	06/02/2008	10,000	2.94
D3 Family Bulldog Fund, LP	06/02/2008	31,500	2.94
D3 Family Canadian Fund, LP	06/02/2008	2,865	2.94

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DIII Offshore Fund, LP	06/02/2008	14,635	2.94
D3 Family Fund, LP	06/03/2008	9,850	2.93
D3 Family Bulldog Fund, LP	06/03/2008	41,810	2.93
D3 Family Canadian Fund, LP	06/03/2008	2,059	2.93
DIII Offshore Fund, LP	06/03/2008	10,852	2.93
D3 Family Fund, LP	06/04/2008	1,000	2.93
D3 Family Bulldog Fund, LP	06/04/2008	4,000	2.93
D3 Family Canadian Fund, LP	06/04/2008	2,100	2.93
D3 Family Fund, LP	06/06/2008	9,480	2.95
D3 Family Bulldog Fund, LP	06/06/2008	37,860	2.95
D3 Family Canadian Fund, LP	06/06/2008	1,905	2.95
DIII Offshore Fund, LP	06/06/2008	5,524	2.95
D3 Family Fund, LP	06/09/2008	36,255	2.90
D3 Family Bulldog Fund, LP	06/09/2008	156,350	2.90
D3 Family Canadian Fund, LP	06/09/2008	4,424	2.90
DIII Offshore Fund, LP	06/09/2008	40,000	2.90
D3 Family Bulldog Fund, LP	06/10/2008	1,800	2.90
D3 Family Bulldog Fund, LP	06/11/2008	2,800	2.94
D3 Family Fund, LP	06/12/2008	5,805	2.93

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D3 Family Bulldog Fund, LP	06/12/2008	26,550	2.93
D3 Family Canadian Fund, LP	06/12/2008	1,201	2.93
DIII Offshore Fund, LP	06/12/2008	4,950	2.93
D3 Family Fund, LP	06/13/2008	3,200	2.91
D3 Family Bulldog Fund, LP	06/13/2008	15,350	2.91
D3 Family Canadian Fund, LP	06/13/2008	450	2.91
DIII Offshore Fund, LP	06/13/2008	814	2.91
D3 Family Fund, LP	06/16/2008	3,800	2.93
D3 Family Bulldog Fund, LP	06/16/2008	11,000	2.93
DIII Offshore Fund, LP	06/16/2008	4,236	2.93
D3 Family Fund, LP	06/17/2008	2,400	2.93
D3 Family Bulldog Fund, LP	06/17/2008	8,600	2.93
DIII Offshore Fund, LP	06/17/2008	4,000	2.93
D3 Family Fund, LP	06/18/2008	1,530	2.91
D3 Family Bulldog Fund, LP	06/18/2008	15,300	2.91
DIII Offshore Fund, LP	06/18/2008	5,770	2.91
D3 Family Fund, LP	06/20/2008	8,800	2.94
D3 Family Bulldog Fund, LP	06/20/2008	21,000	2.94
DIII Offshore Fund, LP	06/20/2008	13,600	2.94
D3 Family Fund, LP	06/23/2008	27,390	2.88
D3 Family Bulldog Fund, LP	06/23/2008	113,360	2.88
D3 Family Canadian Fund, LP	06/23/2008	3,135	2.88
DIII Offshore Fund, LP	06/23/2008	25,115	2.88
D3 Family Fund, LP	06/24/2008	51,840	2.64
D3 Family Bulldog Fund, LP	06/24/2008	213,400	2.64
D3 Family Canadian Fund, LP	06/24/2008	6,880	2.64
DIII Offshore Fund, LP	06/24/2008	62,680	2.64
D3 Family Fund, LP	06/25/2008	20,600	2.59
D3 Family Bulldog Fund, LP	06/25/2008	79,780	2.59
D3 Family Canadian Fund, LP	06/25/2008	4,430	2.59
DIII Offshore Fund, LP	06/25/2008	20,390	2.59

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, each of the undersigned certifies that the information set forth in the Statement is true, complete and correct.

D3 Family Fund, L.P., D3 Family Bulldog Fund, L.P., and D3 Family Canadian Fund, L.P.

By: Nierenberg Investment Management Company, Inc.

Its: General Partner

June 26, 2008

By: /s/ David Nierenberg

David Nierenberg, President

DIII Offshore Fund, L.P.

By: Nierenberg Investment Management Offshore, Inc.

Its: General Partner

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June 26, 2008

By: /s/ David Nierenberg

David Nierenberg, President

Nierenberg Investment Management
Company, Inc.

June 26, 2008

By: /s/ David Nierenberg

David Nierenberg, President

Nierenberg Investment Management
Offshore, Inc.

June 26, 2008

By: /s/ David Nierenberg

David Nierenberg, President

June 26, 2008

/s/ David Nierenberg

David Nierenberg