BEAZER HOMES USA INC Form SC 13G/A February 14, 2012

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Beazer Homes USA Inc.

(Name of Issuer)

Common Stock, \$0.001 par value

(Title of Class of Securities)

07556Q105

(CUSIP Number)

December 31, 2011

(Date of Event which Requires Filing of this Statement)

Check the appropri	te box to designate the rule pursuant to which this Schedule is filed:
x 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 purposes 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)

CUSIP	No. 0/556Q105	13G	Page 2 of 17 Pag
1.	Name of Reporting Persons:		
2.	GSO Capital Partners LP Check the Appropriate Box if a Mem (a) " (b) x	ber of a Group (see instructions)	
3.	SEC Use Only		
4.	Citizenship or Place of Organization:		
	Cayman Islands, British We 5. Sole Voting Power:	st Indies	
SH	BER OF 3,500,000 ARES 6. Shared Voting Power:		
OW! E	FICIALLY NED BY -0- ACH 7. Sole Dispositive Power: DRTING		
PE	RSON 3,500,000 8. Shared Dispositive Pow	er:	
9.	-0- Aggregate Amount Beneficially Own	ed by Each Reporting Person:	
10.	3,500,000 Check Box if the Aggregate Amount	in Row (9) Excludes Certain Shares (See Instructions) "	
11.	Percent of Class Represented by Amo	ount in Row (9):	

4.6%*

12. Type of Reporting Person (See Instructions):

IA; PN

^{*} The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

CUSII	P No. 07556Q105	13G	Page 3 of 17 Pages
1.	Name of Reporting Persons:		
2.	Bennett J. Goodman Check the Appropriate Box if a Men (a) " (b) x	aber of a Group (see instructions)	
3.	SEC Use Only		
4.	Citizenship or Place of Organization	:	
	United States 5. Sole Voting Power:		
	MBER OF -0- HARES 6. Shared Voting Power:		
BENE	FICIALLY		
I	NED BY 3,500,000 7. Sole Dispositive Power PORTING	:	
PI	ERSON -0- 8. Shared Dispositive Pow	ver:	
9.	3,500,000 Aggregate Amount Beneficially Own	ned by Each Reporting Person:	
10.	3,500,000 Check Box if the Aggregate Amount	t in Row (9) Excludes Certain Shares (See Instructions)	
11.	Percent of Class Represented by Am	ount in Row (9):	

4.6%*

12. Type of Reporting Person (See Instructions):

IN

^{*} The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

CUSII	P No. 07556Q105	13G	Page 4 of 17 Pages
1.	Name of Reporting Persons:		
2.	J. Albert Smith III Check the Appropriate Box if a Mer (a) " (b) x	nber of a Group (see instructions)	
3.	SEC Use Only		
4.	Citizenship or Place of Organization	1:	
	United States 5. Sole Voting Power:		
	MBER OF -0- HARES 6. Shared Voting Power:		
BENE	FICIALLY		
I	NED BY 3,500,000 7. Sole Dispositive Powe ORTING	r:	
PE	ERSON -0- 8. Shared Dispositive Pow	wer:	
9.	3,500,000 Aggregate Amount Beneficially Ow	rned by Each Reporting Person:	
10.	3,500,000 Check Box if the Aggregate Amoun	t in Row (9) Excludes Certain Shares (See Instructions) "	
11.	Percent of Class Represented by An	nount in Row (9):	

4.6%*

12. Type of Reporting Person (See Instructions):

IN

^{*} The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

CUSIF	P No. 07556Q105	13G	Page 5 of 17 Pages
1.	Name of Reporting Persons:		
2.	Douglas I. Ostrover Check the Appropriate Box if a Me (a) " (b) x	mber of a Group (see instructions)	
3.	SEC Use Only		
4.	Citizenship or Place of Organizatio	n:	
	United States 5. Sole Voting Power:		
	IBER OF -0- IARES 6. Shared Voting Powers		
BENE	FICIALLY		
	NED BY 3,500,000 7. Sole Dispositive Power	er:	
PE	ORTING ERSON -0- 8. Shared Dispositive Po	wer:	
9.	3,500,000 Aggregate Amount Beneficially Ov	vned by Each Reporting Person:	
10.	3,500,000 Check Box if the Aggregate Amoun	nt in Row (9) Excludes Certain Shares (See Instructions) "	
11.	Percent of Class Represented by Ar	nount in Row (9):	

4.6%*

12. Type of Reporting Person (See Instructions):

IN

^{*} The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

CUSI	P No. 07556Q105	13G	Page 6 of 17 Pages
1.	Name of Reporting Persons:		
2.	GSO Advisor Holdings LLC Check the Appropriate Box if a Men (a) " (b) x	nber of a Group (see instructions)	
3.	SEC Use Only		
4.	Citizenship or Place of Organization	:	
	State of Delaware 5. Sole Voting Power:		
	MBER OF 3,500,000 HARES 6. Shared Voting Power:		
BENE	EFICIALLY		
	NED BY -0- 7. Sole Dispositive Power	r:	
Pl	PORTING 2,500,000 8. Shared Dispositive PowwITH	ver:	
9.	-0- Aggregate Amount Beneficially Ow	ned by Each Reporting Person:	
10.	3,500,000 Check Box if the Aggregate Amount	t in Row (9) Excludes Certain Shares (See Instructions) "	
11.	Percent of Class Represented by Am	ount in Row (9):	

4.6%*

12. Type of Reporting Person (See Instructions):

00

^{*} The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

CUSI	P No. 07556Q105	13G	Page 7 of 17 Pages
1.	Name of Reporting Persons:		
2.	Blackstone Holdings I L.P. Check the Appropriate Box if a Mem (a) " (b) x	ber of a Group (see instructions)	
3.	SEC Use Only		
4.	Citizenship or Place of Organization:		
	State of Delaware 5. Sole Voting Power:		
	MBER OF 3,500,000 HARES 6. Shared Voting Power:		
OW 1	FICIALLY NED BY -0- 7. Sole Dispositive Power:	:	
Pl	PORTING ERSON 3,500,000 8. Shared Dispositive Pow WITH	ver:	
9.	-0- Aggregate Amount Beneficially Own	ned by Each Reporting Person:	
10.	3,500,000 Check Box if the Aggregate Amount	in Row (9) Excludes Certain Shares (See Instructions) "	
11.	Percent of Class Represented by Amo	ount in Row (9):	

4.6%*

12. Type of Reporting Person (See Instructions):

PN

^{*} The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

CUSIP	No. 0/556Q105	13G	Page 8 of 17 Pag
1.	Name of Reporting Persons:		
2.	Blackstone Holdings I/II GP I Check the Appropriate Box if a Mer	Inc. nber of a Group (see instructions)	
3.	SEC Use Only		
4.	Citizenship or Place of Organization	ı:	
	State of Delaware 5. Sole Voting Power:		
SH	BER OF 3,500,000 ARES 6. Shared Voting Power:		
OWN E.	NED BY -0- ACH 7. Sole Dispositive Powe	r:	
PE	ORTING RSON 3,500,000 8. Shared Dispositive Pov //ITH	wer:	
9.	-0- Aggregate Amount Beneficially Ow	ned by Each Reporting Person:	
10.	3,500,000 Check Box if the Aggregate Amoun	t in Row (9) Excludes Certain Shares (See Instructions)	
11.	Percent of Class Represented by Am	nount in Row (9):	

4.6%*

12. Type of Reporting Person (See Instructions):

CO

^{*} The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

CUSIP	No. 0/556Q105	13G	Page 9 of 17 Pag
1.	Name of Reporting Persons:		
2.	The Blackstone Group L.P. Check the Appropriate Box if a Membe	er of a Group (see instructions)	
3.	(a) " (b) x SEC Use Only		
4.	Citizenship or Place of Organization:		
	State of Delaware 5. Sole Voting Power:		
	BER OF 3,500,000 ARES 6. Shared Voting Power:		
OWN	TICIALLY TED BY -0- ACH 7. Sole Dispositive Power:		
PEI	ORTING RSON 3,500,000 8. Shared Dispositive Power TTH	:	
9.	-()- Aggregate Amount Beneficially Owned	by Each Reporting Person:	
10.	3,500,000 Check Box if the Aggregate Amount in	Row (9) Excludes Certain Shares (See Instructions) "	
11.	Percent of Class Represented by Amou	nt in Row (9):	

4.6%*

12. Type of Reporting Person (See Instructions):

PN

^{*} The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

CUSII	P No. 07556Q105	13G	Page 10 of 17 Pages
1.	Name of Reporting Persons:		
2.	Blackstone Group Manageme Check the Appropriate Box if a Men	nt L.L.C. aber of a Group (see instructions)	
3.	SEC Use Only		
4.	Citizenship or Place of Organization	:	
	State of Delaware 5. Sole Voting Power:		
	MBER OF 3,500,000 HARES 6. Shared Voting Power:		
OW H	PORTING	:	
PI	ERSON 3,500,000 8. Shared Dispositive Pow	ver:	
9.	-0- Aggregate Amount Beneficially Own	ned by Each Reporting Person:	
10.	3,500,000 Check Box if the Aggregate Amount	t in Row (9) Excludes Certain Shares (See Instructions) "	
11.	Percent of Class Represented by Am	ount in Row (9):	

4.6%*

12. Type of Reporting Person (See Instructions):

OO

^{*} The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

13G

CUSIP No. 07556Q105

1.	Name of Reporting Persons:
2.	Stephen A. Schwarzman 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:
SHA BENEFI OWNI EA	CIALLY 3,500,000 ED BY
REPOI	RTING
PER	SON
WI	ТН

Page 11 of 17 Pages