## SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Schedule 13D

Under the Securities Exchange Act of 1934 (Amendment No. 2)\*

Clean Harbors, Inc.
 (Name of Company)

Common Stock, Par Value \$.01 Per Share
 (Title of Class of Securities)

184496107 (Cusip Number)

Charles A. Irwin

c/o Oak Hill Securities Fund, L.P.

201 Main Street, Suite 1910

Forth Worth, TX 76102

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

December 19, 2003 (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 Sections 240.13d-1(e), 240.13d-1(f), or 240.13d-1(g), check the following box [].

\*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 disclosures provided in a prior cover page.

The information required on 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).

CUSIP No	. 184496107		2	2
				-
1	NAME OF REPORTING PERSON:			
	Oak Hill Securities Fund, L.P.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(b)		_
3	SEC USE ONLY			-
4	SOURCE OF FUNDS:			-
	00			_

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

[\_]

6	CITIZENSHIP OR PL	ACE OF ORGANIZATION	i :		
	Delaware				
	NUMBER OF		VOTING POWER:		1)
	SHARES BENEFICIALLY OWNED		D VOTING POWER:		
	BY EACH REPORTING	9 SOLE	DISPOSITIVE POWE	R: 172,598 (	1)
	PERSON WITH	10 SHARE	D DISPOSITIVE PO	WER: 0	
11	AGGREGATE AMOUNT	BENEFICIALLY OWNED	BY EACH REPORTIN	G PERSON:	
	172,598 (1)				
12	CHECK BOX IF THE	AGGREGATE AMOUNT IN	ROW (11) EXCLUD		 ES:
				[_]	
13	PERCENT OF CLASS	REPRESENTED BY AMOU	UNT IN ROW (11):		
	1.2%				
14	TYPE OF REPORTING	PERSON:			
	PN				
	Represents (i) 10,645 "Company"), that are ("OHSF") and (ii) 161 be held directly by O Convertible Preferred "Series C Preferred S Series C Preferred St conversion ratio for stated value as of Se partner, Oak Hill Secu	neld directly by Oa, 953 shares of Comm HSF upon conversion Stock, par value \$ tock"). Subject to ock are convertible the Series C Prefer ptember 30, 2003. Ourities GenPar, L.E	the Hill Securities from Stock of the of its 1,675 sh 0.01 per share, certain limitatic into shares of fixed Stock was cather is managed b	s Fund, L.P. Company that wo ares of Series of the Company ons, such share Common Stock. The Coulated using y its general	uld C (the s of he the
CUS	IP No. 184496107				3
1	NAME OF REPORTING	PERSON:			
	Oak Hill	Securities GenPar,			
2	CHECK THE APPROPR	IATE BOX IF A MEMBE		(a) [_] (b) [X]	
3	SEC USE ONLY				
4	SOURCE OF FUNDS:				
	00				

4 SOURCE OF FUNDS:

\_\_\_\_\_

5	CHECK BOX IF DISC ITEMS 2(d) or 2(d)		EGAL PROCEEDINGS IS REQUI	TRED PUR	SUANT TO
	11EH3 2 (U) 01 2 (	•			[_]
6	CITIZENSHIP OR P				
	Delawar	е			
	NUMBER OF		SOLE VOTING POWER:	172	2,598 (3)
	SHARES BENEFICIALLY OWNED		SHARED VOTING POWER:		
	BY EACH REPORTING PERSON	9	SOLE DISPOSITIVE POWER	R: 172	2,598 (3)
	WITH	10	SHARED DISPOSITIVE POW	VER: 0	
11	AGGREGATE AMOUNT	BENEFICIALL	Y OWNED BY EACH REPORTING	PERSON	 :
	172,598 (3)				
12	CHECK BOX IF THE	AGGREGATE A	MOUNT IN ROW (11) EXCLUDE	ES CERTA:	IN SHARES:
13			BY AMOUNT IN ROW (11):		
	1.2%		, , ,		
1 /		C DEDCON.			
14	TYPE OF REPORTING	J PERSON:			
	CO 				
3	beneficially owned by capacity as general p with respect to 10,6 161,953 shares of Con conversion of the 1, Subject to certain 1, convertible into share	y Oak Hill S partner of O 45 shares of mmon Stock w 675 shares o imitations, res of Commo	mon Stock of the Company ecurities MGP, Inc. ("OHS HS GenPar, the general particle Common Stock held direct hich would be held direct for Series C Preferred Stock shares of Series C For Stock. The conversion reculated using the stated	S MGP"), artner of ally by Ol ally by Ol ack owned Preferred actio for	in its f OHSF, HSF and HSF upon by OHSF. d Stock are r the
CUSI	IP No. 184496107				5
1	NAME OF REPORTING				
			Fund II, L.P.		
2			A MEMBER OF A GROUP:	(a) (b)	
3	SEC USE ONLY				

00

4 SOURCE OF FUNDS:

5	CHECK BOX IF DIS		EGAL PROCEEDINGS IS REQU	JIRED PURS	UANT TO
6	CITIZENSHIP OR P	LACE OF ORGA	ANIZATION:		
	Delawar				
	NUMBER OF		SOLE VOTING POWER:		
	SHARES BENEFICIALLY OWNED	8	SHARED VOTING POWER:	0	
	BY EACH REPORTING	9	SOLE DISPOSITIVE POWE	ER: 356	,324 (4)
	PERSON WITH	10	SHARED DISPOSITIVE PO	)WER: 0	
 11	AGGREGATE AMOUNT	BENEFICIALI	LY OWNED BY EACH REPORTIN	IG PERSON:	
	356,324 (4)				
12	CHECK BOX IF THE	AGGREGATE A	AMOUNT IN ROW (11) EXCLUE	DES CERTAI	N SHARES:
 13	PERCENT OF CLASS	REPRESENTED	BY AMOUNT IN ROW (11):		
	2.5%				
 14	TYPE OF REPORTIN	G PERSON:			
	PN				
4	directly by Oak Hill shares of Common Sto conversion of its 3, certain limitations, convertible into sha Series C Preferred S September 30, 2003. Securities GenPar II Hill Securities MGP	Securities ck which wou 465 shares such shares res of Commo tock was cal OHSF II is m , L.P., which	Common Stock of the Comp Fund II, L.P. ("OHSF II" ald be held directly by Co of Series C Preferred Sto on Stock. The conversion culated using the stated anaged by its general pa ch is managed by its gene	) and (ii )HSF II up ock. Subje Stock are ratio for l value as ertner Oak	) 335,024 on ct to the of Hill er Oak
CUSI	IP No. 184496107				•
1	NAME OF REPORTIN	G PERSON:			
	Oak Hil	l Securities	GenPar II, L.P.		
2	CHECK THE APPROP	RIATE BOX IF	F A MEMBER OF A GROUP:	(a) (b)	[X]
3	SEC USE ONLY				

4 SOURCE OF FUNDS:

5	CHECK BOX IF DISC ITEMS 2(d) or 2(e		EGAL PROCEEDINGS IS REQUI		[_]
6	CITIZENSHIP OR PL	ACE OF ORGA	NIZATION:		
	Delaware				
	NUMBER OF	7		35	6,324 (5)
	SHARES BENEFICIALLY OWNED		SHARED VOTING POWER:		
	BY EACH REPORTING	9	SOLE DISPOSITIVE POWER	₹: 35	6,324 (5)
	PERSON WITH	10	SHARED DISPOSITIVE POW	VER: 0	
 11	AGGREGATE AMOUNT	BENEFICIALL	Y OWNED BY EACH REPORTING	PERSON	 :
	356,324 (5)				
12	CHECK BOX IF THE	AGGREGATE A	MOUNT IN ROW (11) EXCLUDE	S CERTA	IN SHARES:
 13	PERCENT OF CLASS		BY AMOUNT IN ROW (11):		
	2.5%				
14	TYPE OF REPORTING	PERSON:			
	PN				
5	beneficially owned by II"), in its capacity 21,300 shares of Common Stoc conversion of the 3,4 II. Subject to certai are convertible into Series C Preferred St	Oak Hill S as general on Stock he k which wou 65 shares o n limitatio shares of C ock was cal HS GenPar I	mon Stock of the Company ecurities GenPar II, L.P. partner of OHSF II, with ld directly by OHSF II ar ld be held directly by OF Series C Preferred Stock, such shares of Series common Stock. The conversiculated using the stated I is managed by its general	. ("OHS n respected (ii) HSF II unck owned of C Prefiton rativalue a	GenPar t to (i) 335,024 pon by OHSF erred Stoc o for the s of
CUSI	P No. 184496107				
1	NAME OF REPORTING				
	Oak Hill	Securities	MGP II, Inc.		
 2	CHECK THE APPROPR	IATE BOX IF		(a)	 [_]
۷				(2)	[X]

4	SOURCE OF FUNDS:				
	00				
5			EGAL PROCEEDINGS IS REQUIF		
	ITEMS 2(d) or 2(e):				[_]
6	CITIZENSHIP OR PLAC				
	Delaware				
			SOLE VOTING POWER:		
	NUMBER OF	,			
	SHARES BENEFICIALLY	8	SHARED VOTING POWER:		
	OWNED				
	BY EACH	9	SOLE DISPOSITIVE POWER:		
	REPORTING				
	PERSON WITH		SHARED DISPOSITIVE POWE		
	ACCRECAME AMOUNT DE	NDDT OT A T	V OWNED BY BACK DEPORTING	DED CON	
11		NEFICIALL	Y OWNED BY EACH REPORTING	PERSON:	
	356,324 (6) 				
12	CHECK BOX IF THE AG	GREGATE A	MOUNT IN ROW (11) EXCLUDES	S CERTAI	N SHARES:
					[_]
13	PERCENT OF CLASS RE				
	2.5%				
	TYPE OF REPORTING E				
	CO				
6	beneficially owned by C its capacity as general OHSF II, with respect t OHSF II and (ii) 335,02 directly by OHSF II upo Preferred Stock owned by Shares of Series C Pref	partner (i) 21, 24 shares on convers by OHSF II ferred Storatio for	mmon Stock of the Company to securities MGP II, Inc. ("Company to of OHS GenPar II, the generation of Common Stock of Common Stock which would sion of the 3,465 shares of the Series C Preferred Stock are convertible into state Series C Preferred Stock and Stock are Stock and Stock are Stock and Stock are Stock and Stock are Stock and	OHS MGP eral park held of ld be he f Series tations, nares of	II"), in ther of directly by eld c C such c Common
CUS	IP No. 184496107				8
1	NAME OF REPORTING F				
	Oak Hill A	Asset Mana	gement, Inc.		
2	CHECK THE APPROPRIA	ATE BOX IF	' A MEMBER OF A GROUP:	(a) (b)	[_]

4	SOURCE OF FUNDS:				
	00				
5	CHECK BOX IF DISC ITEMS 2(d) or 2(d)		EGAL PROCEEDINGS IS RE	QUIRED PUR	SUANT TO
6	CITIZENSHIP OR P	LACE OF ORGA	NIZATION:		
	Delaware	e 			
	NUMBER OF	7	SOLE VOTING POWER:	94	,001 (7)
	SHARES BENEFICIALLY OWNED	8	SHARED VOTING POWER	Q: 0	
	BY EACH REPORTING	9	SOLE DISPOSITIVE PC	WER: 94	,001 (7)
	PERSON WITH	10	SHARED DISPOSITIVE	POWER: 0	
11	AGGREGATE AMOUNT	BENEFICIALL	Y OWNED BY EACH REPORT	'ING PERSON	:
	94,001 (7)				
12	CHECK BOX IF THE	AGGREGATE A	MOUNT IN ROW (11) EXCI	UDES CERTA	
13	PERCENT OF CLASS	REPRESENTED	BY AMOUNT IN ROW (11)	:	
	0.7%				
14	TYPE OF REPORTING	 7 PERSON:			
	CO				
7	clients of OHAM bener Company, consisting of such clients and (ii) directly by such clients Preferred Stock owner certain limitations, convertible into the beneficially owns such	ficially own of (i) 7,465 (s) 86,536 shatents upon code by those is such shares shares. T	("OHAM") is an investme 94,001 shares of Common Stock who nversion of the 895 shows the state of Series C Preferred common Stock described the conversion ratio for sing the stated value	non Stock of the kind of the would that ares of Seents. Subjet Stock are above. OHA or the Seri	f the ectly by be held ries C ct to  M es C
CUSI	IP No. 184496107				
1	NAME OF REPORTING	G PERSON:			
	Oak Hil	l Advisors,			
2	CHECK THE APPROPI		A MEMBER OF A GROUP:	(a) (b)	[X]
3	SEC USE ONLY				

4	SOURCE OF FUNDS:				
	00				
5	CHECK BOX IF DISCL ITEMS 2(d) or 2(e)		EGAL PROCEEDINGS IS REQ	UIRED PURSUANT TO	)
6			NIZATION:		
	Delaware				
		 7	SOLE VOTING POWER:		
	NUMBER OF SHARES BENEFICIALLY	 8			
	OWNED				
	BY EACH REPORTING		SOLE DISPOSITIVE POW		
	PERSON WITH	10	SHARED DISPOSITIVE P	OWER: 0	
11	AGGREGATE AMOUNT B		Y OWNED BY EACH REPORTI		
12	CHECK BOX IF THE A	GGREGATE A	MOUNT IN ROW (11) EXCLU	DES CERTAIN SHARE	S:
				[_]	
13	PERCENT OF CLASS R				
	0.3%				
14	TYPE OF REPORTING				
	PN				
8	of (i) 3,190 shares of 44,282 shares of Commo upon conversion of the investment advisee cli Series C Preferred Sto described above. OHA b for the Series C Prefe	82 shares of Common Stock who 425 shares ent. Subject are concensficially rred Stock	is an investment adviso of Common Stock of the ock held directly by su ich would be held directs of Series C Preferred out to certain limitation vertible into the share yowns such shares. The was calculated using the haged by its general parts.	Company, consisting characteristic c	ng t hat f
CUSI	P No. 184496107				10
1	NAME OF REPORTING	PERSON:			
	Oak Hill	Advisors M			
2	CHECK THE APPROPRI		A MEMBER OF A GROUP:	(a) [_] (b) [X]	

3	SEC USE ONLY			
4	SOURCE OF FUNDS:			
	00			
5	CHECK BOX IF DISC ITEMS 2(d) or 2(e		EGAL PROCEEDINGS IS REQUIRED	PURSUANT TO
6	CITIZENSHIP OR PI	ACE OF ORGA	ANIZATION:	
	Delaware	<b>:</b>		
	NUMBER OF	7	SOLE VOTING POWER:	44,282 (9)
	SHARES BENEFICIALLY OWNED	8	SHARED VOTING POWER:	0
	BY EACH REPORTING	9	SOLE DISPOSITIVE POWER:	44,282 (9)
	PERSON WITH	10	SHARED DISPOSITIVE POWER:	0
 13		REPRESENTED	BY AMOUNT IN ROW (11):	[_]
	0.3%			
14	TYPE OF REPORTING	G PERSON:		
	CO			
9	investment advisor. Common Stock of the Coheld directly by such would be held directl Series C Preferred St limitations, such shatthe shares of Common shares. The conversion	One client of Company, company, company, company, company, company and company	HA MGP"), is the general part of OHA beneficially owns 44,2 asisting of (i) 3,190 shares of (ii) 41,092 shares of Commo client upon conversion of the by such client. Subject to celes C Preferred Stock are concibed above. OHA MGP beneficing the Series C Preferred Stock as of September 30, 2003.	82 shares of of Common Stock n Stock which 425 shares of rtain vertible into ally owns such
CUSI	P No. 184496107			11
 1	NAME OF REPORTING	F PERSON:		
	Glenn R.	August		
 2	CHECK THE APPROPE	RIATE BOX TE	F A MEMBER OF A GROUP: (	a) []

(a) [\_] (b) [X]

3	SEC USE ONLY			
4	SOURCE OF FUNDS:			
	00			
5	CHECK BOX IF DIS ITEMS 2(d) or 2(		EGAL PROCEEDINGS IS REQUIRED	
 6	CITIZENSHIP OR P	LACE OF ORGA	 NTZATION•	[_]
Ü		States of Ame		
			SOLE VOTING POWER:	667 205 (10)
	NUMBER OF	7	SOLE VOIING FOWER.	007,203 (10)
	SHARES BENEFICIALLY OWNED	8	SHARED VOTING POWER:	0
	BY EACH REPORTING	9	SOLE DISPOSITIVE POWER:	667,205 (10)
	PERSON WITH	10	SHARED DISPOSITIVE POWER:	0
11	AGGREGATE AMOUNT	BENEFICIALL	Y OWNED BY EACH REPORTING PE	RSON:
	667,205 (10)			
12	CHECK BOX IF THE	AGGREGATE A	MOUNT IN ROW (11) EXCLUDES C	ERTAIN SHARES:
				[_]
13	PERCENT OF CLASS	REPRESENTED	BY AMOUNT IN ROW (11):	
	4.6%			
14	TYPE OF REPORTIN	G PERSON:		
	IN			
10	Glenn R. August, con beneficially owned b (ii) 356,324 shares August, as the sole Common Stock that ar stockholder of OHAM, beneficially owned b Subject to certain 1	sisting of ( y Glenn R. Amof Common Stockholder of the beneficial and (iv) 44 y Glenn R. Amimitations,	mon Stock that are beneficia i) 172,598 shares of Common ugust, as the sole stockhold ock that are beneficially ow of OHS MGP II, (iii) 94,001 ly owned by Glenn R. August, ,282 shares of Common Stock ugust, as the sole stockhold the shares of Series C Prefe	Stock that are er of OHS MGP, ned by Glenn R. shares of as the sole that are er of OHA MGP. rred Stock

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conversion ratio for the Series C Preferred Stock was calculated using the

1 NAME OF REPORTING PERCON

1 NAME OF REPORTING PERSON:

stated value as of September 30, 2003.

2	CHECK THE APPROPE	RIATE BOX IF	A MEMBER OF A GROUP:	(a) (b)			
3	SEC USE ONLY						
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 PI		JIZATION:				
	NUMBER OF	7 	SOLE VOTING POWER:	0			
	BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:	0			
	EACH REPORTING PERSON	9	SOLE DISPOSITIVE POW	ER: 0			
	WITH	10	SHARED DISPOSITIVE P	OWER: 0			
11	AGGREGATE AMOUNT	BENEFICIALLY	OWNED BY EACH REPORTI	NG PERSON:			
12	CHECK BOX IF THE	AGGREGATE AM	MOUNT IN ROW (11) EXCLU	DES CERTAIN	SHARES:		
13	PERCENT OF CLASS	REPRESENTED	BY AMOUNT IN ROW (11):				
14	TYPE OF REPORTING	G PERSON:					

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Pursuant to Regulation 13D-G of the General Rules and Regulations under the Securities Exchange Act of 1934, as amended (the "Act"), the undersigned hereby amend their Schedule 13D Statement dated September 20, 2002, as amended by Amendment No. 1 dated December 15, 2003 (as amended, the "Schedule 13D").

ITEM 1. SECURITY AND COMPANY.

No material change.

ITEM 2. IDENTITY AND BACKGROUND.

No material change.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

No material change.

ITEM 4. PURPOSE OF TRANSACTION.

No material change.

ITEM 5. INTEREST IN SECURITIES OF THE COMPANY.

Item 5 (a) and (b) are amended and restated in their entirety as follows:

As of December 19, 2003, (i) OHSF beneficially owns 172,598 shares of Common Stock, or 1.2% of the issued and outstanding shares of Common Stock; (ii) OHS GenPar beneficially owns 172,598 shares of Common Stock, or 1.2% of the issued and outstanding shares of Common Stock; (iii) OHS MGP, Inc. beneficially owns 172,598 shares of Common Stock, or 1.2% of the issued and outstanding shares of Common Stock; (iv) OHSF II beneficially owns 356,324 shares of the Common Stock, or 2.5% of the issued and outstanding shares of Common Stock; (v) OHS GenPar II, L.P. beneficially owns 356,324 shares of Common Stock, or 2.5% of the issued and outstanding shares of Common Stock; (vi) OHS MGP II, Inc. beneficially owns 356,324 shares of Common Stock, or 2.5% of the issued and outstanding shares of Common Stock; (vii) OHAM, an investment advisor, beneficially owns 94,001 shares of Common Stock or 0.7% of the issued and outstanding shares of Common Stock; (viii) OHA, an investment advisor, beneficially owns 44,282 shares of Common Stock, or 0.3% of the issued and outstanding shares of Common Stock; (ix) OHA MGP, the general partner of OHA, an investment advisor, beneficially owns 44,282 shares of Common Stock, or 0.3% of the issued and outstanding shares of Common Stock; (x) Mr. August beneficially owns 667,205 shares of Common Stock, or 4.6% of the issued and outstanding shares of Common Stock; (xi) the Trust beneficially owns 0 shares of Common Stock, or 0% of the issued and outstanding shares of Common Stock; and (xii) the Reporting Persons, collectively, beneficially own 667,205 shares of Common Stock, or 0% of the issued and outstanding shares of Common Stock.

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(i) OHSF may be deemed to have the sole power to direct the (b) voting and disposition of 172,598 shares of Common Stock, consisting of 10,645 shares of Common Stock held directly by OHSF and the 161,953 shares of Common Stock that would be held directly by OHSF upon conversion of the 1,675 shares of the Series C Preferred Stock owned by OHSF; (ii) OHS GenPar, in its capacity as general partner of OHSF, and OHS MGP, in its capacity as general partner of OHS GenPar, may be deemed to have the sole power to direct the voting and disposition of the 172,598 shares of Common Stock beneficially owned by OHSF (10,645 shares of Common Stock held directly by OHSF and 161,953 shares of Common Stock which would be held directly by OHSF upon conversion of its 1,675 shares of the Series C Preferred Stock); (iii) each of OHSF II, and OHS GenPar II and OHS MGP II, in their capacities as general partners of OHSF II and OHS GenPar II, respectively, may be deemed to have the sole power to direct the voting and disposition of 356,324 shares of Common Stock, consisting of the 21,300 shares of Common Stock held directly by OHSF II and the 335,024 shares of Common Stock which would be held directly by OHSF II upon conversion of the 3,465 shares of Series C Preferred Stock owned by OHSF II; (iv) OHAM, in its capacity as investment advisor, may be deemed to have the sole power to direct the voting and disposition of the 94,001 shares of Common Stock beneficially owned by its two investment advisee clients, consisting of the 7,465 shares of Common Stock held directly by such clients and the 86,536 shares of Common Stock which would be held directly by such clients upon the conversion of the 895 shares of Series C Preferred Stock owned by these investment advisee clients; (v) each of OHA, in its capacity as investment advisor, and OHA MGP, in its

capacity as general partner of OHA, may be deemed to have the sole power to direct the voting and disposition of the 44,282 shares of Common Stock beneficially owned by one of OHA's clients, consisting of the 3,190 shares of Common Stock held directly by such client and the 41,092 shares of Common Stock which would be held directly by such client upon conversion of the 425 shares of Series C Preferred Stock owned by such client; (vi) by virtue of the relationship between Mr. August and each of OHSF, OHS GenPar, OHS MGP, OHSF II, OHS GenPar II, OHS MGP II, OHAM, OHA and OHA MGP, Mr. August may be deemed to have the sole power to direct the voting and disposition of the 667,205 shares of Common Stock beneficially owned by such persons, consisting of the 42,600 shares of Common Stock held directly by OHSF, OHSF II, the investment advisee clients of OHAM and the investment advisee client of OHA and the 624,605 shares of Common Stock that would be held directly by OHSF, OHSF II, the investment advisee clients of OHAM and the investment advisee client of OHA upon conversion of the 6,460 shares of Series C Preferred Stock owned by these entities collectively; and (vii) the Reporting Persons, collectively, may be deemed to have the sole power to direct the voting and disposition of the 667,205 shares of Common Stock beneficially owned by them (as set forth in clause (vi)).

Each of the Reporting Persons disclaims beneficial ownership of the Common Stock beneficially owned by the other Reporting Persons, other than the shares of Common Stock reported in this Schedule 13D beneficially owned by such Reporting Person.

(c) On December 19, 2003, the Trust sold 1,790 shares of Series C Preferred Stock in a private sale at approximately \$1,057.75 per share for an aggregate amount of approximately \$1,893,365.

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Except as set forth in this Schedule 13D, to the best of the knowledge of each of the Reporting Persons, none of the persons named in response to paragraph (a) has effected any transactions in the shares of Common Stock or in securities convertible into, exercisable for or exchangeable for shares of Common Stock, since the filing of the previous Schedule 13D.

- (e) On December 19, 2003, the Reporting Persons ceased to be owners of 5% of the Common Stock.
- ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE COMPANY.

No material change.

## ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

EXHIBIT	DESCRIPTION

Joint Filing Agreement, dated December 23, 2003, among Oak Hill Securities Fund, L.P., Oak Hill Securities Fund Liquidating Trust, Oak Hill Securities GenPar, L.P., Oak Hill Securities MGP, Inc., Oak Hill Securities Fund II, L.P., Oak Hill Securities GenPar II, L.P., Oak Hill Securities MGP II, Inc., Oak Hill Asset Management, Inc., Oak Hill Advisors, L.P., Oak Hill Advisors MGP, Inc. and Glenn R. August.

CUSIP No. 184496107

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belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

DATED: December 23, 2003

OAK HILL SECURITIES FUND, L.P.

By: Oak Hill Securities GenPar, L.P.,
 its general partner

By: Oak Hill Securities MGP, Inc., its general partner

By: /s/ William H. Bohnsack, Jr.

Name: William H. Bohnsack, Jr.

Title: Vice President

OAK HILL SECURITIES FUND LIQUIDATING TRUST

By: Oak Hill Securities GenPar, L.P., as Administrative Trustee

By: Oak Hill Securities MGP, Inc. its general partner

By: /s/ William H. Bohnsack, Jr.

Name: William H. Bohnsack, Jr.

Title: Vice President

OAK HILL SECURITIES GENPAR, L.P.

By: Oak Hill Securities MGP, Inc.,
 its general partner

By: /s/ William H. Bohnsack, Jr.

Name: William H. Bohnsack, Jr.

Title: Vice President

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OAK HILL SECURITIES MGP, INC.

By: /s/ William H. Bohnsack, Jr.

Name: William H. Bohnsack, Jr.

Title: Vice President

## OAK HILL SECURITIES FUND II, L.P.

- By: Oak Hill Securities GenPar II, L.P., its general partner
- By: Oak Hill Securities MGP II, Inc.,
   its general partner
- By: /s/ William H. Bohnsack, Jr.

  Name: William H. Bohnsack, Jr.

  Title: Vice President

OAK HILL SECURITIES GENPAR II, L.P.

By: Oak Hill Securities MGP II, Inc.,
 its general partner

By: /s/ William H. Bohnsack, Jr.

Name: William H. Bohnsack, Jr.

Title: Vice President

OAK HILL SECURITIES MGP II, INC.

By: /s/ William H. Bohnsack, Jr.

Name: William H. Bohnsack, Jr.

Title: Vice President

OAK HILL ASSET MANAGEMENT, INC.

By: /s/ William H. Bohnsack, Jr.

Name: William H. Bohnsack, Jr.

Title: Vice President

CUSIP No. 184496107

OAK HILL ADVISORS, L.P.

By: Oak Hill Advisors MGP, Inc.,
 its general partner

By: /s/ William H. Bohnsack, Jr.

Name: William H. Bohnsack, Jr.

Title: Vice President

OAK HILL ADVISORS MGP, INC.

By: /s/ William H. Bohnsack, Jr.

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Name: William H. Bohnsack, Jr.

Title: Vice President

/s/ Glenn R. August

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Glenn R. August

## JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) (1) (iii) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of each of them an amendment to the Joint Statement on Schedule 13D, dated the date hereof. This Joint Filing Agreement shall be included as an Exhibit to such joint filing. In evidence thereof, each of the undersigned, being duly authorized, hereby executed this Agreement this 23rd day of December, 2003.

OAK HILL SECURITIES FUND, L.P.

By: Oak Hill Securities GenPar, L.P.,
 its general partner

By: Oak Hill Securities MGP, Inc.,
 its general partner

By: /s/ William H. Bohnsack, Jr.

Name: William H. Bohnsack, Jr.

Title: Vice President

OAK HILL SECURITIES FUND LIQUIDATING TRUST

By: Oak Hill Securities GenPar, L.P., as Administrative Trustee

By: Oak Hill Securities MGP, Inc. its general partner

By: /s/ William H. Bohnsack, Jr.

Name: William H. Bohnsack, Jr.

Title: Vice President

OAK HILL SECURITIES GENPAR, L.P.

By: Oak Hill Securities MGP, Inc., its general partner

By: /s/ William H. Bohnsack, Jr.

Name: William H. Bohnsack, Jr.

Title: Vice President

By: /s/ William H. Bohnsack, Jr.

Name: William H. Bohnsack, Jr.

Title: Vice President

OAK HILL SECURITIES FUND II, L.P.

By: Oak Hill Securities GenPar II, L.P., its general partner

By: Oak Hill Securities MGP II, Inc., its general partner

By: /s/ William H. Bohnsack, Jr.

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Name: William H. Bohnsack, Jr.

Title: Vice President

OAK HILL SECURITIES GENPAR II, L.P.

By: Oak Hill Securities MGP II, Inc.,
 its general partner

By: /s/ William H. Bohnsack, Jr.

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Name: William H. Bohnsack, Jr.

Title: Vice President

OAK HILL SECURITIES MGP II, INC.

By: /s/ William H. Bohnsack, Jr.

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Name: William H. Bohnsack, Jr.

Title: Vice President

OAK HILL ASSET MANAGEMENT, INC.

By: /s/ William H. Bohnsack, Jr.

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Name: William H. Bohnsack, Jr.

Title: Vice President

OAK HILL ADVISORS, L.P.

By: Oak Hill Advisors MGP, Inc.,
 its general partner

By: /s/ William H. Bohnsack, Jr.

Name: William H. Bohnsack, Jr.

Title: Vice President

OAK HILL ADVISORS MGP, INC.

By: /s/ William H. Bohnsack, Jr.

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Name: William H. Bohnsack, Jr.

Title: Vice President

/s/ Glenn R. August

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Glenn R. August