

Woodbridge Holdings Corp (Formerly Levitt Corp)
Form SC 13D/A
July 30, 2008

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D/A
Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Woodbridge Holdings Corporation

(Name of Issuer)

Class A Common Stock, \$0.01 par value

(Title of Class of Securities)

978842 10 2

(CUSIP Number)

Robert Robotti
c/o Robotti & Company, Incorporated
52 Vanderbilt Avenue, 4th Floor
New York, New York 10017
212-986-4800

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

July 7, 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 Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. []

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

(Page 1 of 17 Pages)

*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).

Edgar Filing: Woodbridge Holdings Corp (Formerly Levitt Corp) - Form SC 13D/A

Schedule 13D

CUSIP No. 978842 10 2

Page 2 of 17 Pages

1.	Names of Reporting Persons. Robert E. Robotti	
2.	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a) <input type="checkbox"/>	
	(b) <input checked="" type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) AF, OO, PF	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization United States	
Number of Shares Beneficially Owned by Each Reporting Person With		7. Sole Voting Power: 4,900 8. Shared Voting Power: 5,626,489 9. Sole Dispositive Power: 4,900 10. Shared Dispositive Power: 5,626,489
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 5,631,389	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 5.9%	
14.	Type of Reporting Person (See Instructions) IN, HC	

Schedule 13D

CUSIP No. 978842 10 2

Page 3 of 17 Pages

1.	Names of Reporting Persons. Robotti & Company, Incorporated	
2.	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a) <input type="checkbox"/>	
	(b) <input checked="" type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) OO	

Edgar Filing: Woodbridge Holdings Corp (Formerly Levitt Corp) - Form SC 13D/A

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) []

6. Citizenship or Place of Organization
New York

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

7. Sole Voting Power: -0-

8. Shared Voting Power: 3,277,489

9. Sole Dispositive Power: -0-

10. Shared Dispositive Power: 3,277,489

11. Aggregate Amount Beneficially Owned by Each Reporting Person
3,277,489

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares []

13. Percent of Class Represented by Amount in Row (11)
3.5%

14. Type of Reporting Person (See Instructions)
CO, HC

Schedule 13D

CUSIP No. 978842 10 2

Page 4 of 17 Pages

1. Names of Reporting Persons.
Robotti & Company, LLC

2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) []
(b) []

3. SEC Use Only

4. Source of Funds (See Instructions)
OO

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) []

6. Citizenship or Place of Organization
New York

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

7. Sole Voting Power: -0-

8. Shared Voting Power: 156,995

9. Sole Dispositive Power: -0-

10. Shared Dispositive Power: 156,995

Edgar Filing: Woodbridge Holdings Corp (Formerly Levitt Corp) - Form SC 13D/A

11.	Aggregate Amount Beneficially Owned by Each Reporting Person 156,995
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares []
13.	Percent of Class Represented by Amount in Row (11) Less than 1%
14.	Type of Reporting Person (See Instructions) OO, BD

Schedule 13D

CUSIP No. 978842 10 2

Page 5 of 17 Pages

1.	Names of Reporting Persons. Robotti & Company Advisors, LLC
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) [] (b) [X]
3.	SEC Use Only
4.	Source of Funds (See Instructions) OO
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) []
6.	Citizenship or Place of Organization New York

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

7.	Sole Voting Power: -0-
8.	Shared Voting Power: 3,120,494
9.	Sole Dispositive Power: -0-
10.	Shared Dispositive Power: 3,120,494

11.	Aggregate Amount Beneficially Owned by Each Reporting Person 3,120,494
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares []
13.	Percent of Class Represented by Amount in Row (11) 3.3%
14.	Type of Reporting Person (See Instructions) OO, IA

Edgar Filing: Woodbridge Holdings Corp (Formerly Levitt Corp) - Form SC 13D/A

Schedule 13D

CUSIP No. 978842 10 2

Page 6 of 17 Pages

1.	Names of Reporting Persons. Suzanne Robotti	
<hr/>		
2.	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a) <input type="checkbox"/>	
	(b) <input checked="" type="checkbox"/>	
<hr/>		
3.	SEC Use Only	
<hr/>		
4.	Source of Funds (See Instructions) PF	
<hr/>		
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
<hr/>		
6.	Citizenship or Place of Organization United States	
<hr/>		
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power: 21,500
	8.	Shared Voting Power: -0-
	9.	Sole Dispositive Power: 21,500
	10.	Shared Dispositive Power: -0-
<hr/>		
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 21,500	
<hr/>		
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
<hr/>		
13.	Percent of Class Represented by Amount in Row (11) Less than 1%	
<hr/>		
14.	Type of Reporting Person (See Instructions) IN	
<hr/>		

Schedule 13D

CUSIP No. 978842 10 2

Page 7 of 17 Pages

1.	Names of Reporting Persons. Kenneth R. Wasiak	
<hr/>		
2.	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a) <input type="checkbox"/>	
	(b) <input checked="" type="checkbox"/>	
<hr/>		
3.	SEC Use Only	
<hr/>		
4.	Source of Funds (See Instructions) AF	
<hr/>		

Edgar Filing: Woodbridge Holdings Corp (Formerly Levitt Corp) - Form SC 13D/A

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization
United States

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

7. Sole Voting Power: -0-

8. Shared Voting Power: 2,327,500

9. Sole Dispositive Power: -0-

10. Shared Dispositive Power: 2,327,500

11. Aggregate Amount Beneficially Owned by Each Reporting Person
2,327,500

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares

13. Percent of Class Represented by Amount in Row (11)
2.5%

14. Type of Reporting Person (See Instructions)
IN, HC

Schedule 13D

CUSIP No. 978842 10 2

Page 8 of 17 Pages

1. Names of Reporting Persons.
Ravenswood Management Company, L.L.C.

2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a)
(b)

3. SEC Use Only

4. Source of Funds (See Instructions)
AF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization
New York

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

7. Sole Voting Power: -0-

8. Shared Voting Power: 2,327,500

9. Sole Dispositive Power: -0-

10. Shared Dispositive Power: 2,327,500

Edgar Filing: Woodbridge Holdings Corp (Formerly Levitt Corp) - Form SC 13D/A

11.	Aggregate Amount Beneficially Owned by Each Reporting Person 2,327,500
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares []
13.	Percent of Class Represented by Amount in Row (11) 2.5%
14.	Type of Reporting Person (See Instructions) OO

Schedule 13D

CUSIP No. 978842 10 2

Page 9 of 17 Pages

1.	Names of Reporting Persons. The Ravenswood Investment Company, L.P.
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) [] (b) [X]
3.	SEC Use Only
4.	Source of Funds (See Instructions) WC
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) []
6.	Citizenship or Place of Organization New York
Number of Shares Beneficially Owned by Each Reporting Person With	7. Sole Voting Power: -0-
	8. Shared Voting Power: 1,280,433
	9. Sole Dispositive Power: -0-
	10. Shared Dispositive Power: 1,280,433

11.	Aggregate Amount Beneficially Owned by Each Reporting Person 1,280,433
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares []
13.	Percent of Class Represented by Amount in Row (11) 1.4%
14.	Type of Reporting Person (See Instructions) PN

Schedule 13D

CUSIP No. 978842 10 2

Page 10 of 17 Pages

1.	Names of Reporting Persons. Ravenswood Investments III, L.P.
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> [] (b) <input checked="" type="checkbox"/> [X]
3.	SEC Use Only
4.	Source of Funds (See Instructions) WC
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/> []
6.	Citizenship or Place of Organization New York
Number of Shares Beneficially Owned by Each Reporting Person With	7. Sole Voting Power: -0-
	8. Shared Voting Power: 1,047,067
	9. Sole Dispositive Power: -0-
	10. Shared Dispositive Power: 1,047,067
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 1,047,067
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/> []
13.	Percent of Class Represented by Amount in Row (11) 1.1%
14.	Type of Reporting Person (See Instructions) PN

SCHEDULE 13D

CUSIP No. 978842 10 2

Page 11 of 17 Pages

This Statement on Schedule 13D Amendment No. 1 (this "Statement") is filed on behalf of the Reporting Persons with the Securities and Exchange Commission (the "Commission"). This Statement amends the initial Statement of Beneficial Ownership on Schedule 13D (the "Initial Statement," and as so amended, the "Schedule 13D") relating to shares of Class A Common Stock, \$0.01 par value per share, of Woodbridge Holdings Corporation, formerly known as Levitt Corporation, filed on October 11, 2007 with the Commission as specifically set forth herein. Capitalized terms used herein and not otherwise defined herein shall have the same meanings ascribed to them in the Initial Statement.

Item 1. Security and Issuer

Edgar Filing: Woodbridge Holdings Corp (Formerly Levitt Corp) - Form SC 13D/A

Item 1 of the Initial Statement is hereby amended and restated to read as follows:

This Statement relates to shares of Class A Common Stock, par value \$0.01 per share (the "Common Stock"), of Woodbridge Holdings Corporation (the "Issuer"), formerly known as Levitt Corporation. The address of the Issuer's principal executive office is 2100 West Cypress Creek Road, Fort Lauderdale, FL 33309.

Item 2. Identity and Background

Item 2 of the Initial Statement is hereby amended and restated to read as follows:

(a), (b), (c) and (f). This Statement is filed on behalf of Robert E. Robotti ("Robotti"), Robotti & Company, Incorporated ("ROBT"), Robotti & Company, LLC ("Robotti & Company"), Robotti & Company Advisors, LLC ("Robotti Advisors"), Suzanne Robotti, Kenneth R. Wasiak ("Wasiak"), Ravenswood Management Company, L.L.C. ("RMC"), The Ravenswood Investment Company, L.P. ("RIC"), and Ravenswood Investments III, L.P. ("RI," and together with Robotti, ROBT, Robotti & Company, Robotti Advisors, Suzanne Robotti, Wasiak, RMC and RIC the "Reporting Persons").

Mr. Robotti is a United States citizen whose principal occupation is serving as the president and treasurer of ROBT. ROBT, a New York corporation, is the parent holding company of Robotti & Company and Robotti Advisors. Robotti & Company, a New York limited liability company, is a broker-dealer registered under Section 15 of the Securities Exchange Act of 1934, as amended ("Exchange Act"). Robotti Advisors, a New York limited liability company, is an investment advisor registered under the Investment Advisers Act of 1940, as amended.

Suzanne Robotti is a United States citizen and the wife of Mr. Robotti.

Mr. Wasiak, is a United States citizen whose principal occupation is serving as a consultant in the accounting firm of Pustorino, Puglisi & Company, P.C. Each of Messrs. Robotti and Wasiak is a Managing Member of RMC. RMC, a New York limited liability company, is the general partner of RIC and RI. RIC and RI, New York limited partnerships, are private investment partnerships engaged in the purchase and sale of securities for their own accounts.

The address of each of the Reporting Persons other than Mr. Wasiak, RIC, RMC and RI is 52 Vanderbilt Avenue, New York, New York, 10017. RMC's, RIC's, and RI's address is 104 Gloucester Road, Massapequa, New York, 11758. Mr. Wasiak's business address is 515 Madison Avenue, New York, New York 10022.

Executive Officers and Directors:

In accordance with the provisions of General Instruction C to Schedule 13D information concerning executive officers and directors of ROBT, Robotti & Company and Robotti Advisors included in Schedule A hereto, which is incorporated by reference herein.