

FREDERICK'S OF HOLLYWOOD GROUP INC /NY/
 Form 3/A
 February 12, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Fursa Alternative Strategies LLC			(Month/Day/Year)	FREDERICK'S OF HOLLYWOOD GROUP INC /NY/ [FOH]	
(Last)	(First)	(Middle)	01/28/2008		
444 MERRICK ROAD,Â 1ST FLOOR			4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)		02/07/2008
LYNBROOK,Â NYÂ 11563			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)			

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock ⁽¹⁾	5,922,287	I	Through affiliated funds ⁽²⁾ ⁽³⁾
Series A 7.5% Convertible Preferred Stock	3,829,325	I	Through affiliated funds ⁽²⁾ ⁽³⁾
Common Stock	2,464,673	I	Through affiliated funds ⁽²⁾ ⁽³⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Warrants	02/04/2008	02/04/2010	Common Stock	298,296	\$ 3.52	I	Through affiliated funds <u>(2)</u> <u>(3)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fursa Alternative Strategies LLC 444 MERRICK ROAD 1ST FLOOR LYNBROOK, NY 11563	^	^ X	^	^

Signatures

/s/ William F. Harley, III, President & Chief Executive
Officer

02/12/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The Reporting Person, on behalf of affiliated investment funds and separately managed accounts, acquired certain of these shares pursuant to that certain Merger Agreement dated December 18, 2006 among the Issuer, FOH Holdings, Inc. and Fred Merger Corp. (the "Merger Agreement"). Of the shares issued to the Reporting Person and affiliated entities under the Merger Agreement, 1,184,456 of these shares are currently being held in escrow and are subject to forfeiture during the 18 month period following the merger to satisfy claims arising as a result of the Reporting Person's breach of any of its representations and warranties or covenants in the Merger Agreement.
- (2) The Reporting Person is a registered investment adviser, and serves as investment advisor to affiliated investment funds and separately managed accounts over which it exercises discretionary authority. By virtue of its relationship with such affiliated funds and separately managed accounts, the Reporting Person may be deemed to have sole voting and dispositive power of the shares of the Issuer's securities, and so may be deemed to beneficially own such shares.
- (3) Certain Executive Officers of the Reporting Person are reporting under Section 16 as directors of the Reporting Person. As noted in their reports, each such Executive Officer may be deemed to exercise beneficial ownership of the Reporting Person's holdings in the Issuer in connection with the execution of his responsibilities in such position, but disclaims personal beneficial ownership of such holdings except to the extent of his personal pecuniary interest therein.

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Remarks:

Original ownership form was filed under incorrect Issuer Name.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.