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LAVIN LEONARD H /IL/
Form SC 13D/A
July 09, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Schedule 13D

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

ALBERTO-CULVER COMPANY

(Name of Issuer)

CLASS A COMMON STOCK, \$.22 PAR VALUE PER SHARE

(Title of Class of Securities)

013068200

(CUSIP Number)

Marshall E. Eisenberg
NEAL, GERBER & EISENBERG
Two North LaSalle Street, Suite 2200
Chicago, Illinois 60602
(312) 269-8020

Leonard H. Lavin
2525 Armitage Avenue
Melrose Park, Illinois 60160
(708) 450-3100

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

July 2, 2002

(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 .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 240.13d-7 for other parties to whom copies are to be sent.

* 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).

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(Continued on following page(s))

Page 1 of 5 Pages

CUSIP NO. 013068200

13D

Page 2 of 5 Pages

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Leonard H. Lavin

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

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

Not applicable

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. Citizen

7 SOLE VOTING POWER

NUMBER OF
SHARES

922*

BENEFICIALLY
OWNED BY

8 SHARED VOTING POWER

7,925,412**

EACH

9 SOLE DISPOSITIVE POWER

REPORTING
PERSON

922**

10 SHARED DISPOSITIVE POWER

WITH

7,925,412**

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,926,334**

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

Excluded are 407,848 Class A shares held by Lavin's spouse as trustee or co-trustee of trusts for the benefit of their children and grandchildren and 294 Class B shares held directly by Lavin's spouse. Lavin disclaims

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beneficial ownership of such shares.

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

23.85%**

14 TYPE OF REPORTING PERSON*

IN

* SEE INSTRUCTIONS

** Includes shares of Class B Common Stock, \$.22 par value per share ("Class B shares"), which are immediately convertible at the holder's option on a share-for-share basis into Class A shares.

CUSIP NO. 013068200

13D

Page 3 of 5 Pages

Item 1. Security and Issuer.

Title of Class of Securities: Class A common stock, \$.22 par value per share ("Class A shares")

Name and Address of Issuer: Alberto-Culver Company (the "Company")
2525 Armitage Avenue
Melrose Park, IL 60160

Item 2. Identity and Background.

(a) Name of Person Filing: Leonard H. Lavin ("Lavin")

(b) Address: c/o Leonard H. Lavin
2525 Armitage Avenue
Melrose Park, IL 60160

(c) Principal Business: Lavin, an individual, is a Director and Chairman of the Company.

(d) Prior Criminal Convictions: None

(e) Prior Civil Proceedings With Respect to Federal or State Securities Laws: None

(f) Citizenship/Organization: U.S. Citizen

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

On July 2, 2002 pursuant to an underwritten public offering, (i) a trust, to which Lavin shares voting and investment power with Bernice E. Lavin, sold 400,000 Class B shares; and (ii) the Lavin Family Foundation, a charitable private foundation of which Lavin is the President and a Director (the "Lavin Family Foundation"), to which Lavin shares voting and investment power with Bernice E. Lavin and Carol L. Bernick, sold 240,000 Class B shares, in each case at an initial price to the public of \$48.20 per share, less an underwriting discount of \$1.93 per share, for a price to Lavin (prior to expenses payable by Lavin related to the offering) of \$46.27 per share.

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Item 4. Purpose of Transaction.

The transactions were for the Lavin family's estate planning rather than corporate purposes. The transactions were not undertaken for purposes of effecting any of the actions listed in this item.

CUSIP NO. 013068200

13D

Page 4 of 5 Pages

Item 5. Interest in Securities of the Issuer.

(a) (i) Amount of Class A Shares Beneficially Owned: 7,926,334 shares total; 922 Class B shares held directly; 1,771,549 Class B shares and 64 Class A shares held as co-trustee of the Bernice E. Lavin Trust, u/a/d 12/18/87 (the "BEL Trust"); 2,073,529 Class B shares and 5,704 Class A shares held as co-trustee of the Leonard H. Lavin Trust, u/a/d 12/18/87 (the "LHL Trust"); 1,638,335 Class B shares held as co-trustee of the 2001 BEL Grantor Annuity Trust, u/a/d 9/18/01 (the "2001 BEL GRAT"); 1,760,853 Class B shares held as co-trustee of the 2001 LHL Grantor Annuity Trust, u/a/d 9/18/01 (the "2001 LHL GRAT"); and 395,378 Class A shares and 280,000 Class B shares held by the Lavin Family Foundation.

(ii) Percentage of Class A Shares Beneficially Owned: 23.85% total: .004% held directly; 6.45% as co-trustee of the BEL Trust; 7.48% as co-trustee of the LHL Trust; 5.99% as co-trustee of the 2001 BEL GRAT; 6.41% as co-trustee of the 2001 LHL GRAT; and 2.60% by the Lavin Family Foundation (based on 25,708,144 Class A shares outstanding as of June 12, 2002).

** Pursuant to Rule 13d-3(d)(1)(i) of the Securities Exchange Act of 1934, as amended, the following calculations assume that all Class B shares beneficially owned by Lavin have been converted into Class A shares.

(b) Number of Class A Shares as to Which Lavin Has:

(i) Sole power to vote: 922/1/
(ii) Shared power to vote: 7,925,412/2/
(iii) Sole power to dispose: 922/1/
(iv) Shared power to dispose: 7,925,412/2/

/1/ The 922 shares held by Lavin and reflected as sole power to vote and sole power to dispose include 922 Class B shares held directly.

/2/ The 7,925,412 shares held by Lavin and reflected as shared power to vote and shared power to dispose include 1,771,549 Class B shares and 64 Class A shares held by the BEL Trust; 2,073,529 Class B shares and 5,704 Class A shares held by the LHL Trust; 1,638,335 Class B shares held by the 2001 BEL GRAT; 1,760,853 Class B shares held by the 2001 LHL GRAT; and 395,378 Class A

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shares and 280,000 Class B shares held by the Lavin Family Foundation.

Lavin shares the power to vote and dispose of the 2,073,529 Class B shares and 5,704 Class A shares held by the LHL Trust, 1,771,549 Class B shares and the 64 Class A shares held by the BEL Trust, and 395,378 Class A shares and 280,000 Class B shares held by the Lavin Family Foundation with Bernice E. Lavin, and Carol L. Bernick. Lavin shares the power to vote and dispose of the 1,760,853 Class B shares held by the 2001 LHL GRAT and the 1,638,335 Class B shares held by the 2001 BEL GRAT with Bernice E. Lavin. The following information is presented with respect to Mrs. Lavin and Mrs. Bernick, respectively:

| | | | |
|------|-----------------|----------|---|
| (i) | Name of Person: | (1) | Bernice E. Lavin |
| | | (2) | Carol L. Bernick |
| (ii) | Address: | (1), (2) | 2525 Armitage Avenue Melrose Park, Illinois 60160 |

CUSIP NO. 013068200

13D

Page 5 of 5 Pages

| | | | |
|-------|---|-----|--|
| (iii) | Principal Business: | (1) | Bernice E. Lavin, an individual, is a Director, Vice Chairman, Treasurer and Secretary of the Company. |
| | | (2) | Carol L. Bernick, an individual, is a Director, Vice Chairman and Assistant Secretary of the Company, and President Alberto-Culver Consumer Products Worldwide, a division of the Company. |
| (iv) | Prior Criminal Convictions: | | None. |
| (v) | Prior Civil Proceedings with Respect to Federal or State Securities Laws: | | None. |
| (vi) | Citizenship/Organization: | | U.S. Citizen. |

Excluded are 407,848 Class A shares held by Lavin's spouse as trustee or co-trustee of trusts for the benefit of their children and grandchildren and 294 Class B shares held directly by Lavin's spouse. Lavin disclaims beneficial ownership of such shares.

- (c) None, except as described in Item 3 above.
- (d) None.
- (e) Not applicable.

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Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

None.

Item 7. Material to be Filed as Exhibits.

None.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: July 8, 2002

Signature: /s/ Leonard H. Lavin

Name/Title: Leonard H. Lavin, individually; as co-trustee
of various trusts and as an officer of the Lavin
Family Foundation.