

Sheehy Brian  
Form 3  
October 30, 2006

**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 <b>and</b> Ticker or Trading Symbol |   |
| Â Black Horse Capital Advisors LLC        |         |          | (Month/Day/Year)   | METROMEDIA INTERNATIONAL GROUP INC [MTRM]          |   |
| (Last)                                    | (First) | (Middle) | 10/18/2006   |  |   |
| 45 ROCKEFELLER CENTER, 20TH FLOOR,Â       |         |          | 4. Relationship of Reporting Person(s) to Issuer   |  | 5. If Amendment, Date Original Filed(Month/Day/Year)  |
| (Street)                                  |         |          | (Check all applicable)   |  |   |
| NEW YORK,Â NYÂ 10111                      |         |          | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other<br>(give title below) (specify below)<br>See (1) |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input type="checkbox"/> Form filed by One Reporting Person<br><input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
| (City)                                    | (State) | (Zip)    |  |  |   |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 783,078  | D $\frac{(1) (2) (8)}{(9)}$                                       | Â  |
| Common Stock                       | 3,422,514  | D $\frac{(1) (3) (8)}{(9)}$                                       | Â  |
| Common Stock                       | 1,015,989  | D $\frac{(1) (4) (8)}{(9)}$                                       | Â  |
| Common Stock                       | 58,600   | D $\frac{(1) (5) (7)}{(8) (9)}$                                   | Â  |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial<br>Ownership<br>(Instr. 5) |   |
|---|--|--|--|--|--|---|
|   | Date Exercisable   | Expiration<br>Date   | Title  | Amount or<br>Number of<br>Shares   |  |   |
| Convertible Preferred<br>Stock                | 09/16/1997 <sup>(6)</sup>                                      | ∞ <sup>(6)</sup>   | Common<br>Stock  | 94,472   | \$ 15  | D <sup>(2)</sup> <sup>(8)</sup> <sup>(9)</sup> ∞                |
| Convertible Preferred<br>Stock                | 09/16/1997 <sup>(6)</sup>                                      | ∞ <sup>(6)</sup>   | Common<br>Stock  | 402,830  | \$ 15  | D <sup>(3)</sup> <sup>(8)</sup> <sup>(9)</sup> ∞                |
| Convertible Preferred<br>Stock                | 09/16/1997 <sup>(6)</sup>                                      | ∞ <sup>(6)</sup>   | Common<br>Stock  | 119,021  | \$ 15  | D <sup>(4)</sup> <sup>(8)</sup> <sup>(9)</sup> ∞                |
| Convertible Preferred<br>Stock                | 09/16/1997 <sup>(6)</sup>                                      | ∞ <sup>(6)</sup>   | Common<br>Stock  | 2,797  | \$ 15  | D <sup>(5)</sup> <sup>(7)</sup> <sup>(8)</sup> <sup>(9)</sup> ∞ |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |            |
|---|---------------|-----------|---------|------------|
|   | Director      | 10% Owner | Officer | Other      |
| Black Horse Capital Advisors LLC<br>45 ROCKEFELLER CENTER, 20TH FLOOR<br>NEW YORK, NY 10111   | ∞             | ∞ X       | ∞       | See<br>(1) |
| BLACK HORSE CAPITAL LP<br>45 ROCKEFELLER PLAZA 20TH FL<br>NEW YORK, NY 10111  | ∞             | ∞ X       | ∞       | See<br>(1) |
| Black Horse Capital Offshore Ltd.<br>C/O M&C CORPORATE SERVICES, PO 30UGL<br>UGLAND HOUSE, SOUTH CHURCH STREET<br>GEORGE TOWN, GRAND CAYMAN, E9 00000 | ∞             | ∞ X       | ∞       | See<br>(1) |
| BLACK HORSE CAPITAL QP L P<br>45 ROCKEFELLER PLAZA 20TH FL<br>NEW YORK, NY 10111  | ∞             | ∞ X       | ∞       | See<br>(1) |
| Black Horse Capital Management LLC<br>45 ROCKEFELLER CENTER, 20TH FLOOR<br>NEW YORK, NY 10111   | ∞             | ∞ X       | ∞       | See<br>(1) |
| Sheehy Brian<br>45 ROCKEFELLER CENTER, 20TH FLOOR<br>NEW YORK, NY 10111   | ∞             | ∞ X       | ∞       | See<br>(1) |

Chappell Dale  
 45 ROCKEFELLER CENTER, 20TH FLOOR      Â      Â X      Â      See  
 NEW YORK, NY 10111      (1)

## Signatures

|  |            |
|--|------------|
| Dale Chappell, Managing Member of Black Horse Capital Advisors LLC   | 10/30/2006 |
| __Signature of Reporting Person  | Date       |
| Dale Chappell, Managing Member of Black Horse Capital Management LLC, General Partner of Black Horse Capital LP      | 10/30/2006 |
| __Signature of Reporting Person  | Date       |
| Dale Chappell, Managing Member of Black Horse Capital Management LLC, General Partner of Black Horse Capital (QP) LP | 10/30/2006 |
| __Signature of Reporting Person  | Date       |
| Dale Chappell, Director of Black Horse Capital Offshore Ltd.   | 10/30/2006 |
| __Signature of Reporting Person  | Date       |
| Dale Chappell, Managing Member of Black Horse Capital Management LLC   | 10/30/2006 |
| __Signature of Reporting Person  | Date       |
| Dale Chappell  | 10/30/2006 |
| __Signature of Reporting Person  | Date       |
| Brian Sheehy   | 10/30/2006 |
| __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) Black Horse Capital Advisors LLC (the "Black Horse Advisors") may be deemed to be a member of a group within the meaning of Rule 13d-5 promulgated under the Securities Exchange Act of 1934, as amended, consisting of Mellon HBV Alternative Strategies LLC, Esopus Creek Value LP, D. E. Shaw Laminar Portfolios, L.L.C. and the other reporting persons (collectively, the "Group Members") identified in the Schedule 13D/A filed on October 20, 2006 by the Group Members.
- (2) Black Horse Advisors is the investment manager of Black Horse Capital Offshore Ltd. ("Black Horse Offshore Fund"). The Black Horse Offshore Fund directly owns 783,078 shares of common stock and 28,370 shares of Convertible Preferred Stock, which is convertible into 94,472 shares of common stock. Black Horse Advisors is deemed to indirectly beneficially own the shares of stock directly owned by Black Horse Offshore Fund.
- (3) Black Horse Capital LP ("Black Horse Capital Fund") directly owns 3,422,514 shares of common stock and 120,970 shares of Convertible Preferred Stock, which is convertible into 402,830 shares of common stock. Black Horse Capital Management LLC ("Black Horse Management") is the managing general partner of Black Horse Capital Fund and is deemed to indirectly beneficially own the shares of stock directly owned by Black Horse Capital Fund.
- (4) Black Horse Capital (QP) LP ("Black Horse QP Fund") directly owns 1,015,989 shares of common stock and 35,742 shares of Convertible Preferred Stock, which is convertible into 119,021 shares of common stock. Black Horse Management is the managing general partner of Black Horse QP Fund and is deemed to indirectly beneficially own the shares of stock directly owned by Black Horse QP Fund.
- (5) Brian Sheehy directly owns 58,600 shares of common stock and 840 shares of Convertible Preferred Stock, which is convertible into 2,797 shares of common stock.
- (6) The Convertible Preferred Stock is immediately exercisable and remains outstanding unless and until redeemed by the Issuer.
- (7) Brian Sheehy and Dale Chappell are the managing members of each of Black Horse Advisors and Black Horse Management and are deemed to indirectly beneficially own the shares of stock beneficially owned by them. Mr. Chappell does not directly own any shares of common stock or Convertible Preferred Stock.

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- (8) For purposes of this Form 3, Black Horse Advisors, Black Horse Management, and Messrs. Sheehy and Chappell disclaim ownership of the shares of common stock owned by the funds reporting on this Form 3 except to the extent of their pecuniary interest therein.
- (9) The persons reporting on this Form 3 disclaim any pecuniary interest in the shares of common stock owned by the other Group Members.

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.