

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

LIBERTY MEDIA - STARZ SERIES A
(Name of Issue)

1. Names of Reporting Persons

Paulson & Co. Inc.

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

a. b.

3. SEC Use Only

4. Citizenship or Place of Organization

State of Delaware

- | | | |
|--|----|---|
| Number of
Shares
Beneficially
Owned By
Each
Reporting
Person
With | 5. | Sole Voting Power
None (see Note 1 to Item 4 below) |
| | 6. | Shared Voting Power
None |
| | 7. | Sole Dispositive Power
None (see Note 1 to Item 4 below) |
| | 8. | Shared Dispositive Power
None |

9. Aggregate Amount Beneficially Owned by Each Reporting Person

None (see Note 1 to Item 4 below)

10. Check Box If the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented By Amount in Row (9)

0%

12. Type of Reporting Person (See Instructions)

IA

Item 1(a). Name of Issuer:

Liberty Media - Starz Series A

Item 1(b). Address of the Issuer's Principal Executive Offices:

12300 Liberty Blvd.
Englewood, Colorado 80112

Item 2(a). Name of Person Filing

Paulson & Co. Inc.

Item 2(b). Address of Principal Business Office or, if None, Residence:

1251 Avenue of the Americas, New York, NY 10020

Item 2(c). Citizenship:

Delaware corporation

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

53071M708

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof any of the Reporting Persons have ceased to be the beneficial owners of more than five percent of the class of securities, check the following [X].

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

All securities reported in this schedule are owned by Paulson's advisory clients, none of which to Paulson's knowledge owns more than 5% of the class. Paulson itself disclaims beneficial ownership of all such securities.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

Not applicable.

Item 8. Identification and Classification of Members of the Group:

Not applicable.

Item 9. Notice of Dissolution of Group:

Not applicable.

Item 10. Certification:

By signing below I certify that, to the best of my knowledge

SIGNATURES

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

Date: February 14, 2012

PAULSON & CO. INC.

By: /s/ Stuart L. Merzer
Stuart L. Merzer
General Counsel & Chief Compliance Officer