

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

SCHEDULE 13D/A*
Under the Securities Exchange Act of 1934

IAC/INTERACTIVECORP

(Name of Issuer)

COMMON STOCK, PAR VALUE \$.001 PER SHARE

(Title of Class of Securities)

44919P300

(CUSIP Number)

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

January 10, 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 which 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.

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).

* *Note:* This statement constitutes Amendment No. 20 of the Report on Schedule 13D of the reporting group consisting of Liberty Media Corporation, Barry Diller and the BDTV Entities. This statement also constitutes Amendment No. 15 of a Report on Schedule 13D of Liberty Media Corporation, Amendment No. 30 of a Report on Schedule 13D of Barry Diller, Amendment No. 25 of a Report on Schedule 13D of BDTV INC., Amendment No. 24 of a Report on Schedule 13D of BDTV II INC., Amendment No. 21 of a Report on Schedule 13D of BDTV III INC. and Amendment No. 20 of a Report on Schedule 13D of BDTV IV INC.

CUSIP No.

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)
LIBERTY MEDIA CORPORATION

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)
WC

6. Citizenship or Place of Organization
Deleware

7. Sole Voting Power
None; see Item 5

Number of Shares Beneficially Owned by Each Reporting Person With

8. Shared Voting Power
91, 802, 227 shares

9. Sole Dispositive Power
None; see Item 5

10. Shared Dispositive Power
91, 802, 227 shares

11. Aggregate Amount Beneficially Owned by Each Reporting Person
91, 802, 227 shares

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
Excludes shares beneficially owned by the executive officers and directors of Liberty and shares beneficially owned by Diane Von Furstenberg, Mr. Diller's spouse.

13. Percent of Class Represented by Amount in Row (11) 33.0%
Assumes conversion of all shares of Class B Common Stock beneficially owned by the Reporting Persons into shares of Common Stock. Because each share of Class B Common Stock generally is entitled to ten votes per share, each share of preferred stock is entitled to two votes per share and each share of Common Stock is entitled to one vote per share, the Reporting Persons may be deemed to beneficially own equity securities of the Company representing approximately 63.4% of the voting power of the Company. See Item 5.

14. Type of Reporting Person (See Instructions)
CO

CUSIP No.

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)
BDTV II INC.

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)
Not Applicable

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

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|-----|--|
| 6. | Citizenship or Place of Organization Deleware |
| 7. | Sole Voting Power None; see Item 5 |
| 8. | Shared Voting Power 91, 802, 227 shares |
| 9. | Sole Dispositive Power None; see Item 5 |
| 10. | Shared Dispositive Power 91, 802, 227 shares |
| 11. | Aggregate Amount Beneficially Owned by Each Reporting Person 91, 802, 227 shares |
| 12. | Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input checked="" type="checkbox"/> Excludes shares beneficially owned by the executive officers and directors of Liberty and shares beneficially owned by Diane Von Furstenberg, Mr. Diller's spouse. |
| 13. | Percent of Class Represented by Amount in Row (11) 33.0% Assumes conversion of all shares of Class B Common Stock beneficially owned by the Reporting Persons into shares of Common Stock. Because each share of Class B Common Stock generally is entitled to ten votes per share, each share of preferred stock is entitled to two votes per share and each share of Common Stock is entitled to one vote per share, the Reporting Persons may be deemed to beneficially own equity securities of the Company representing approximately 63.4% of the voting power of the Company. See Item 5. |
| 14. | Type of Reporting Person (See Instructions) CO |

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D/A

Statement of

**LIBERTY MEDIA CORPORATION,
BARRY DILLER,
BDTV INC.,
BDTV II INC.,
BDTV III INC.
and
BDTV IV INC.**

Pursuant to Section 13(d) of the Securities Exchange Act of 1934 in respect of

IAC/INTERACTIVECORP

This Report on Schedule 13D relates to the common stock, par value \$.001 per share (the "Common Stock"), of IAC/InterActiveCorp, a Delaware corporation ("IAC" or the "Company"). The Reports on Schedule 13D, as amended and supplemented, originally filed with the Commission by (i) the reporting group (the "the \$ Egroupy" hE



- the day after the Company completes the proposed spin-offs announced in the Company's November 5, 2007 press release;
- the Company publicly announces the abandonment of such transactions or ceases to pursue in good faith consummation of such transactions;
- April 15, 2009; and
- subject to certain exceptions, if any person or group (as defined in Rule 13d-3 under the Exchange Act) (other than Liberty and Barry Diller) acquires beneficial ownership of equity securities of the Company in an amount exceeding 15% of the outstanding equity securities of the Company.

The information contained in Item 5 of this Amendment is hereby incorporated by reference herein.

ITEM 7. Material to be Filed as Exhibits.

The information contained in Item 7 of the Schedule 13D is hereby amended and supplemented by adding the following information:

(1) We have based our calculations of the ownership percentages on the number of outstanding shares of the Company obtained by reducing 6,000,000 from the number of outstanding shares of Common Stock as of December 31, 2007, which number was provided by the Company.

57. Standstill Agreement, by and between Liberty Media Corporation, a Delaware corporation, and IAC/InterActiveCorp, a Delaware corporation, dated January 10, 2008.

InterActiveCorp Liberty Media Corporation

SIGNATURE

Under 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.

Dated: January 10, 2008

44. Amended and Restated Transaction Agreement, dated as of December 16, 2001, by and among Vivendi Universal, S.A., Universal Studios, Inc., USA Networks, Inc., USANi LLC, Liberty Media Corporation and Barry Diller.*
45. Agreement and Plan of Merger and Exchange, dated as of December 16, 2001, by and among Vivendi Universal, S.A., Universal Studios, Inc., Light France Acquisition 1, S.A.S., the Merger Subsidiaries listed on the signature page thereto, Liberty Media Corporation, Liberty Programming Company LLC, Liberty Programming France, Inc., LMC USA VI, Inc., LMC USA VII, Inc., LMC USA VIII, Inc., LMC USA X, Inc., Liberty HSN LLC Holdings, Inc., and the Liberty Holdingming Franc nc.,

Agreement dated January 10, 2008 between Liberty Media Corporation, a Delaware corporation (for itself and on behalf of its Affiliates, "Liberty") and IAC/InterActiveCorp, a Delaware corporation (the "Company").

Capitalized terms used and not defined herein will have the meanings ascribed to such terms in the Amended and Restated Governance Agreement, dated as of August 9, 2005 (the "Governance Agreement"), among the Company, Liberty and Barry Diller.

WHEREAS, Liberty desires to purchase additional shares in the Company from an institutional investor on behalf of itself and certain of its clients (the "Investor") identified to the Company prior to the date hereof;

WHEREAS, the Company also intends to purchase shares from the Investor;
