BRIGHTPOINT INC Form SC 13D/A November 02, 2005

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

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 5)\*

Brightpoint, Inc. (Name of Issuer)

COMMON STOCK (Title of Class of Securities)

109473108 (CUSIP Number)

Timothy S. Durham
111 Monument Circle, Suite 4800
Indianapolis, Indiana 46204-2415
(317) 237-4122

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

November 1, 2005 (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 ss.ss. 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 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).

SCHEDULE 13D

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CUSIP No. 109473108

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I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON (ENTITIES ONLY)

		Timothy	y S.	Durham			
	2.	CHECK		[ ] [X]		A MEMBER OF A GROUP	
	3.	SEC USI	E ONI				
		SOURCE	OF I				
	5.			OX IF DISCLOSU		LEGAL PROCEEDINGS IS REQUIRED OR 2(e)	[_]
	6.	CITIZE	NSHII	P OR PLACE OF	ORGANI	ZATION	
		United	Stat	ces			
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	11	. AGGRE	GATE	AMOUNT BENEFI	CIALLY	OWNED BY EACH REPORTING PERSON	
	12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES [ ]						
	13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
	14	. TYPE (	OF RI	EPORTING PERSO	N		
					SCHED	ULE 13D	
CUSIP	No	. 109473	3108				
	1.			PORTING PERSON		OF ABOVE PERSON (ENTITIES ONLY)	
	Diamond Investments, LLC 35-2088657						

	2.	2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) [ ]  (b) [X]			
	3.	SEC USE ONLY			
	4.	SOURCE OF FUNDS			
	5.	CHECK BOX IF DISCLOSUM PURSUANT TO ITEMS		LEGAL PROCEEDINGS IS REQUIRED OR 2(e)	[_]
	6.	CITIZENSHIP OR PLACE OF (	ORGANI	ZATION	
		Indiana 			
		NUMBER OF SHARES	7.	SOLE VOTING POWER	
	BE	ENEFICIALLY OWNED BY	8.	SHARED VOTING POWER	
	EAC	CH REPORTING PERSON	9.	SOLE DISPOSITIVE POWER	
		WITH	10.	SHARED DISPOSITIVE POWER	
	11.	AGGREGATE AMOUNT BENEFIC	CIALLY	OWNED BY EACH REPORTING PERSON	
	12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)  EXCLUDES CERTAIN SHARES [ ]				
	13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	14. TYPE OF REPORTING PERSON OO				
			SCHED	ULE 13D	
CUSIP	No.	. 109473108			
	1.	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION Henri B. Najem, Jr.		OF ABOVE PERSON (ENTITIES ONLY)	

2. CHECK THE APPROPRIATE (a) [ ] (b) [X]	BOX IF A	A MEMBER OF A GROUP	
3. SEC USE ONLY			
4. SOURCE OF FUNDS			
PF			
5. CHECK BOX IF DISCLO		LEGAL PROCEEDINGS IS REQUIRED OR 2(e)	[_]
6. CITIZENSHIP OR PLACE ( United States	OF ORGAN	IZATION	
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BENEFICIALLY OWNED BY	8.	SHARED VOTING POWER	
EACH REPORTING PERSON	9.	SOLE DISPOSITIVE POWER	
WITH	10.	SHARED DISPOSITIVE POWER	
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13. PERCENT OF CLASS REPR	RESENTED	BY AMOUNT IN ROW (11)	
14. TYPE OF REPORTING PER	RSON		
	SCHE	DULE 13D	
CUSIP No. 109473108			
1. NAME OF REPORTING PERS		OF ABOVE PERSON (ENTITIES ONLY)	
Shelley Najem			
2. CHECK THE APPROPRIATE (a) [ ] (b) [X]	BOX IF	A MEMBER OF A GROUP	
3. SEC USE ONLY			

4. SOURCE OF FUNDS  PF  5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO LIEMS 2(d) OR 2(e)  6. CITIZENSHIP OR PLACE OF ORGANIZATION United States  NUMBER OF 7. SOLE VOTING POWER SHARES  BENEFICIALLY 8. SHARED VOTING POWER PERSON WITH 10. SHARED DISPOSITIVE POWER  11. ACCRECATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)  EXCLUDES CRITAIN SHARES [ ]  13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  14. TYPE OF REPORTING PERSON IN  SCHEDULE 13D  CUSTP No. 109473108  1. NAME OF REPORTING PERSON: I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON (ENTITIES ONLY) JEFfrey Osler  2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [ ] (b) [X]  3. SEC USE ONLY  4. SOURCE OF FUNDS PF					
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2 (d) OR 2 (e) [_]  6. CITIZENSHIP OR PLACE OF ORGANIZATION United States  NUMBER OF 7. SOLE VOTING POWER SHARES  BENEFICIALLY 8. SHARED VOTING POWER OWNER BY FACH REPORTING PERSON  WITH 10. SHARED DISPOSITIVE POWER  11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)  EXCLUDES CERTAIN SHARES [ ]  13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  14. TYPE OF REPORTING PERSON IN  SCHEDULE 13D  CUSIP No. 109473108  1. NAME OF REPORTING PERSON:		4. SOURCE OF FUNDS			
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13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  14. TYPE OF REPORTING PERSON IN  SCHEDULE 13D  CUSIP No. 109473108  1. NAME OF REPORTING PERSON:		12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)			
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3. SEC USE ONLY  4. SOURCE OF FUNDS  PF		(a) [ ] (b) [X]			
4. SOURCE OF FUNDS PF					

6.	. CITIZENSHIP OR PLACE OF	ORGAN	IZATION	
	United States			
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I	BENEFICIALLY OWNED BY		SHARED VOTING POWER	
EA	ACH REPORTING PERSON	9.	SOLE DISPOSITIVE POWER	
	WITH	10.	SHARED DISPOSITIVE POWER	
11	1. AGGREGATE AMOUNT BENEF	ICIALL	Y OWNED BY EACH REPORTING PERSON	
12	2. CHECK BOX IF THE AGGREG		S [ ]	
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14	4. TYPE OF REPORTING PERSO	 ON		
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1.	O. 109473108  . NAME OF REPORTING PERSON I.R.S. IDENTIFICATION Neil Lucas  . CHECK THE APPROPRIATE I (a) [ ] (b) [X]	SCHE	OULE 13D  OF ABOVE PERSON (ENTITIES ONLY)  A MEMBER OF A GROUP	
1.	O. 109473108  . NAME OF REPORTING PERSON I.R.S. IDENTIFICATION Neil Lucas  . CHECK THE APPROPRIATE I (a) [ ] (b) [X]	SCHE	OULE 13D  OF ABOVE PERSON (ENTITIES ONLY)	
2.	O. 109473108  NAME OF REPORTING PERSON I.R.S. IDENTIFICATION Neil Lucas  CHECK THE APPROPRIATE I (a) [ ] (b) [X]  SEC USE ONLY	SCHE	OULE 13D  OF ABOVE PERSON (ENTITIES ONLY)  A MEMBER OF A GROUP	
2.	o. 109473108  . NAME OF REPORTING PERSON I.R.S. IDENTIFICATION Neil Lucas  . CHECK THE APPROPRIATE NET (a) [ ] (b) [X]	SCHE	OULE 13D  OF ABOVE PERSON (ENTITIES ONLY)  A MEMBER OF A GROUP	
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	United States			
	NUMBER OF SHARES	7.	SOLE VOTING POWER	
	BENEFICIALLY OWNED BY	8.	SHARED VOTING POWER	
	EACH REPORTING PERSON	9.	SOLE DISPOSITIVE POWER	
	WITH	10.	SHARED DISPOSITIVE POWER	
	11. AGGREGATE AMOUNT BENEF	'ICIALL	Y OWNED BY EACH REPORTING PERSON	
	12. CHECK BOX IF THE AGGRE EXCLUDES CERTAIN			
	13. PERCENT OF CLASS REPRE	SENTED	BY AMOUNT IN ROW (11)	
	14. TYPE OF REPORTING PERS	ON		
		SCHE	DULE 13D	
CUSIP	No. 109473108			
	1. NAME OF REPORTING PERSO I.R.S. IDENTIFICATIO  James F. Cochran	N:	OF ABOVE PERSON (ENTITIES ONLY)	
	2. CHECK THE APPROPRIATE B (a) [ ] (b) [X]		A MEMBER OF A GROUP	
	3. SEC USE ONLY			
	4. SOURCE OF FUNDS			
	PF			
	5. CHECK BOX IF DISCLOSURE PURSUANT TO ITEM		GAL PROCEEDINGS IS REQUIRED OR 2(e)	[_]
	6. CITIZENSHIP OR PLACE OF	ORGAN		
	United States			
	NUMBER OF	7.	SOLE VOTING POWER	

		SHARES		
	BE	NEFICIALLY OWNED BY		SHARED VOTING POWER
	EAC	CH REPORTING PERSON		SOLE DISPOSITIVE POWER
		WITH	10.	SHARED DISPOSITIVE POWER
	11.	AGGREGATE AMOUNT BENEFI	 CIALLY	OWNED BY EACH REPORTING PERSON
	12.	CHECK BOX IF THE AGGREG.		
	13.	PERCENT OF CLASS REPRES	ENTED	BY AMOUNT IN ROW (11)
	14.	TYPE OF REPORTING PERSOI	N	
			SCHED	ULE 13D
CUSIP	No.	109473108		
	1.	NAME OF REPORTING PERSON	:	OF ABOVE PERSON (ENTITIES ONLY)
		Jonathon B. Swain		
	2.	CHECK THE APPROPRIATE BOX (a) [ ] (b) [X]	 X IF A	MEMBER OF A GROUP
	3.	SEC USE ONLY		
	4.	SOURCE OF FUNDS		
		PF		
	5.	CHECK BOX IF DISCLOSURE (		AL PROCEEDINGS IS REQUIRED  OR 2(e)  [_]
	6.	CITIZENSHIP OR PLACE OF (	ORGANI	ZATION
		United States		
		NUMBER OF SHARES	7.	SOLE VOTING POWER
		NEFICIALLY OWNED BY	8.	SHARED VOTING POWER

PERSON	9.	SOLE DISPOSITIVE POWER
WITH	10.	SHARED DISPOSITIVE POWER
11. AGGREGATE AMOUNT BENEFI	CIALLY	Y OWNED BY EACH REPORTING PERSON
12. CHECK BOX IF THE AGGREG EXCLUDES CERTAIN		
13. PERCENT OF CLASS REPRES	ENTED	BY AMOUNT IN ROW (11)
14. TYPE OF REPORTING PERSO		
	SCHEI	DULE 13D
CUSIP No. 109473108		
1. NAME OF REPORTING PERSON	ı:	OF ABOVE PERSON (ENTITIES ONLY)
Dr. Charles Durham		
2. CHECK THE APPROPRIATE BO (a) [ ] (b) [X]		
3. SEC USE ONLY		
4. SOURCE OF FUNDS		
PF		
5. CHECK BOX IF DISCLOSURE PURSUANT TO ITEMS		GAL PROCEEDINGS IS REQUIRED OR 2(e) [_]
6. CITIZENSHIP OR PLACE OF	ORGANI	
United States		
NUMBER OF SHARES	7.	SOLE VOTING POWER
BENEFICIALLY OWNED BY	8.	SHARED VOTING POWER
EACH REPORTING PERSON	9.	SOLE DISPOSITIVE POWER

WITH	10.	SHARED DISPOSITIVE POWER
11. AGGREGATE AMOUNT BENEFI	ICIALLY	OWNED BY EACH REPORTING PERSON
12. CHECK BOX IF THE AGGREC EXCLUDES CERTAIN		
13. PERCENT OF CLASS REPRES	SENTED	BY AMOUNT IN ROW (11)
14. TYPE OF REPORTING PERSO		
	SCHED	ULE 13D
CUSIP No. 109473108		
1. NAME OF REPORTING PERSON I.R.S. IDENTIFICATION		OF ABOVE PERSON (ENTITIES ONLY)
Mitza Durham		
2. CHECK THE APPROPRIATE BO (a) [ ] (b) [X]		
3. SEC USE ONLY		
4. SOURCE OF FUNDS		
PF		
5. CHECK BOX IF DISCLOSURE PURSUANT TO ITEMS		AL PROCEEDINGS IS REQUIRED OR 2(e) [_]
6. CITIZENSHIP OR PLACE OF	ORGANI	ZATION
United States		
NUMBER OF SHARES	7.	SOLE VOTING POWER
BENEFICIALLY OWNED BY	8.	SHARED VOTING POWER
EACH REPORTING PERSON	9.	SOLE DISPOSITIVE POWER
WITH	10.	SHARED DISPOSITIVE POWER
11. AGGREGATE AMOUNT BENEFI	 ICIALLY	OWNED BY EACH REPORTING PERSON

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	13	. PERCENT	F OF CLA	SS REPRES	SENTED	BY AMOUNT IN ROW (11)	
	14. TYPE OF REPORTING PERSON IN						
					SCHED	ULE 13D	
CUSIP	No	. 1094731	 L08				
	1.			NG PERSON		OF ABOVE PERSON (ENTITIES ONLY)	
	Shannon Frantz						
	2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) [ ]  (b) [X]						
	3. SEC USE ONLY						
	4.	SOURCE (	OF FUNDS				
		PF					
	5.			SCLOSURE TO ITEMS		AL PROCEEDINGS IS REQUIRED OR 2(e)	[_]
	6.	CITIZENS	SHIP OR	PLACE OF	ORGANI	ZATION	
		United S	States				
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	ВІ	ENEFICIAI OWNED BY			8.	SHARED VOTING POWER	
	EAG	CH REPORT	ΓING		9.	SOLE DISPOSITIVE POWER	
		WITH			10.	SHARED DISPOSITIVE POWER	
	11	. AGGREGA	ATE AMOU	NT BENEFI	CIALLY	OWNED BY EACH REPORTING PERSON	

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)

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EXCLUDES CERTAIN SHARES [ ]
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
14. TYPE OF REPORTING PERSON IN
SCHEDULE 13D AMENDMENT NO. 5
This Amendment No. 5 amends the Schedule 13D originally filed on August 8, 2002, by Timothy S. Durham, Diamond Investments, LLC and Henri B. Najem, Jr., relating to shares of common stock, \$0.01 par value per share (the "Common Stock"), of Brightpoint, Inc., a Delaware corporation (the "Issuer" or "Brightpoint"), as amended by Amendment No. 1 filed on September 30, 2002, Amendment No. 2 filed on February 5, 2003, Amendment No. 3 filed on May 9, 2003, and Amendment No. 4 filed on August 20, 2003. The following items are hereby amended:
As of November 1, 2005, the group formed to jointly file these Schedules 13D has been formally dissolved. None of the individuals formerly comprising the group holds a quantity of shares representing greater than $5\%$ of the Issuer. This filing is submitted to meet the final amendment obligation under Section $13d-2(d)$ .
ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.
Exhibit A: Joint Filing Agreement.
Exhibit B: Power of Attorney.
SIGNATURES
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.
Dated: August 20, 2003

/s/ Timothy S. Durham

Timothy S. Durham

Henri B. Najem, Jr.

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\_\_\_\_\_

Shelley Najem

Dr. Charles Durham

DIAMOND INVESTMENTS, LLC By: \* \_\_\_\_\_ \_\_\_\_\_ Timothy S. Durham Mitza Durham Its: Managing Member Shannon Frantz \*By: /s/ Timothy S. Durham \_\_\_\_\_ Timothy S. Durham Jeffrey Osler Attorney-in-Fact Neil Lucas James F. Cochran \_ \_\_\_\_\_ Jonathon B. Swain

EXHIBIT INDEX

Exhibit No. Description

A Joint Filing Agreement.

Power of Attorney. Incorporated by reference to the signature page of Amendment No. 2 to this Schedule 13D, which was filed on February 5, 2003.

# EXHIBIT A Joint Filing Agreement

Each of the undersigned hereby agrees and consents to the filing of a single Schedule 13D and any and all future amendments thereto with the Securities and Exchange Commission on behalf of the undersigned and the other persons listed in Item 2 of the Schedule 13D in connection with their beneficial ownership of securities of Brightpoint, Inc.

Dated: February 4, 2003

/s/ Timothy S. Durham	/s/ Shelley Najem
Timothy S. Durham	Shelley Najem
/s/ Henri B. Najem, Jr.	/s/ Dr. Charles Durham
Henri B. Najem, Jr.	Dr. Charles Durham
DIAMOND INVESTMENTS, LLC	/s/ Mitza Durham
By:/s/ Timothy S. Durham	Mitza Durham /s/ Shannon Frantz
Timothy S. Durham Its: Managing Member	Shannon Frantz
/s/ Jeffrey Osler	
Jeffrey Osler	
/s/ Neil Lucas	
Neil Lucas	
/s/ James F. Cochran	
James F. Cochran	
/s/ Jonathan B. Swain	
Jonathon B. Swain	