

Edgar Filing: BOOTS & COOTS INTERNATIONAL WELL CONTROL INC - Form SC 13D/A

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|----|--|-----|-----------------------------------|
| 3 | SEC USE ONLY | | |
| 4 | SOURCE OF FUNDS: | N/A | |
| 5 | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) O | | |
| 6 | CITIZENSHIP OR PLACE OF ORGANIZATION: | | New Jersey |
| | NUMBER OF SHARES | 7 | SOLE VOTING POWER: 1,620,435 |
| | BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER: 0 |
| | EACH REPORTING | 9 | SOLE DISPOSITIVE POWER: 1,620,435 |
| | PERSON WITH | 10 | SHARED DISPOSITIVE POWER: 0 |
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: | | 1,620,435 |
| 12 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES: | | |
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): | | 2.8% |
| 14 | TYPE OF REPORTING PERSON: | | HC |

SEE INSTRUCTIONS BEFORE FILLING OUT!

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This Amendment No. 7 to Schedule 13D ("Amendment No. 7") amends the Schedule 13D filed by The Prudential Insurance Company of America, a New Jersey corporation ("Prudential"), with the Commission on July 16, 2001 (the "Schedule 13D"), as amended by Amendment No. 1 to Schedule 13D filed by Prudential Financial, Inc. ("Prudential Financial") with the Commission on April 1, 2003, Amendment No. 2 to Schedule 13D filed by Prudential Financial on July 8, 2003, Amendment No. 3 to Schedule 13D filed by Prudential Financial on July 22, 2003, Amendment No. 4 to Schedule 13D filed by Prudential Financial on August 12, 2003, Amendment No. 5 to Schedule 13D filed by Prudential Financial on August 20, 2003 and Amendment No. 6 to Schedule 13D filed by Prudential Financial on August 18, 2004, and relates to the common stock, par value \$0.00001 per share ("Common Stock") of Boots & Coots International Well Control, Inc. (the "Company"). Unless otherwise defined herein, all capitalized terms used herein shall have the meanings previously ascribed to them in the previous filings of the Schedule 13D.

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Item 5. Interest in Securities of the Issuer.

Item 5 of the Schedule 13D is supplemented as follows:

(a) The responses of Prudential Financial to Rows (11) through (13) of the cover pages of this Amendment No. 7 are incorporated herein by reference. As of June 16, 2006, Prudential Financial, through its wholly owned subsidiary, Prudential, beneficially owned an aggregate of 1,620,435 shares of Common Stock, representing 2.8% of the outstanding shares of Common Stock, calculated in accordance with Rule 13d-3 under the Securities Exchange Act of 1934, as amended (the outstanding shares of Common Stock, 58,453,821, is based on the shares outstanding as of May 11, 2006, as disclosed by the Company in its Quarterly Report on Form 10-Q for the quarter ended March 31, 2006).

Except as disclosed in this Item 5(a), neither Prudential Financial, nor, to the best of its knowledge, any of its directors or executive officers beneficially owns any shares of Common Stock.

(b) The responses of Prudential Financial to (i) Rows (7) through (10) of the cover page of this Amendment No. 7 and (ii) Item 5(a) hereof are incorporated herein by reference.

(c) Neither Prudential Financial, nor, to the best of its knowledge, any of its directors or executive officers, has effected any transaction in Common Stock during the past 60 days except for the following market transactions effected by Prudential as follows:

| Transaction Date | Number of Shares | Price Per Share |
|------------------|------------------|-----------------|
| 4/25/06 | 2,000 | \$2.35 |
| 4/26/06 | 3,100 | \$2.211 |
| 4/27/06 | 1,400 | \$2.2221 |
| 5/2/06 | 15,000 | \$2.2093 |
| 5/3/06 | 39,000 | \$2.3065 |
| 5/4/06 | 20,400 | \$2.3073 |

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| Transaction Date | Number of Shares | Price Per Share |
|------------------|------------------|-----------------|
| 5/5/06 | 14,600 | \$2.3042 |
| 5/8/06 | 19,100 | \$2.3 |
| 5/9/06 | 52,100 | \$2.3109 |
| 6/2/06 | 2,500 | \$1.714 |
| 6/5/06 | 2,500 | \$1.73 |
| 6/6/06 | 2,500 | \$1.7 |
| 6/7/06 | 2,500 | \$1.7 |
| 6/8/06 | 5,500 | \$1.7218 |
| 6/9/06 | 7,500 | \$1.73 |
| 6/12/06 | 8,000 | \$1.7469 |
| 6/13/06 | 1,000 | \$1.7 |
| 6/14/06 | 2,500 | \$1.664 |
| 6/15/06 | 3,500 | \$1.6829 |
| 6/16/06 | 4,500 | \$1.7 |

(d) Not applicable.

(e)

The date on which Prudential Financial ceased to be the beneficial owner of more than five percent of the Common Stock was March 30, 2006, based on the Company's disclosure in its Form 10-K for the year ended December 31, 2005 that its number of outstanding shares of Common Stock on March 30, 2006 was 58,269,971.

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SIGNATURES

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

Date: June 19, 2006

PRUDENTIAL FINANCIAL, INC.

By: /s/ Jack L. Pfeilsticker

Name: Jack L. Pfeilsticker

Title: Vice President

