

CONSTELLATION ENERGY GROUP INC  
Form SC 13D/A  
May 14, 2009

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 3)\*

CONSTELLATION ENERGY GROUP, INC.

-----  
(Name of Issuer)

Common Stock, without par value

-----  
(Title of Class of Securities)

210371100

-----  
(CUSIP Number)

MidAmerican Energy Holdings Company  
Attn: Douglas L. Anderson  
1111 South 103 Street  
7th Floor  
Omaha, NE 68124-1000  
(402) 231-1642

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

Copies to:  
Peter J. Hanlon  
Willkie Farr & Gallagher LLP  
787 Seventh Avenue  
New York, NY 10019-6099  
(212) 728-8000

May 12, 2009

-----  
(Date of Event which Requires  
Filing of this Schedule)

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 240.13d-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

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but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

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	CUSIP No. 210371100	
-----		-----
1	NAME OF REPORTING PERSON	
	MIDAMERICAN ENERGY HOLDINGS COMPANY	
-----		-----
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) [ ]
		(b) [X]
-----		-----
3	SEC USE ONLY	
-----		-----
4	SOURCE OF FUNDS*	
	AF (See Item 3)	
-----		-----
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)	[ ]
-----		-----
6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Iowa	
-----		-----
	7	SOLE VOTING POWER
		0 (See Item 5)
-----		-----
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER
		12,476,154 (See Item 5)
-----		-----
	9	SOLE DISPOSITIVE POWER
		0 (See Item 5)
-----		-----
	10	SHARED DISPOSITIVE POWER
		12,476,154 (See Item 5)
-----		-----
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON	
	12,476,154 (See Item 5)	
-----		-----
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	[ ]
-----		-----

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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

6.26% (See Item 5)

14 TYPE OF REPORTING PERSON

CO

SCHEDULE 13D

CUSIP No. 210371100

1 NAME OF REPORTING PERSON

MEHC INVESTMENT, INC.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) [ ]

(b) [X]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

AF (See Item 3)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED  
PURSUANT TO ITEMS 2(d) or 2(e)

[ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

South Dakota

7 SOLE VOTING POWER

0 (See Item 5)

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

8 SHARED VOTING POWER

12,476,154 (See Item 5)

9 SOLE DISPOSITIVE POWER

0 (See Item 5)

10 SHARED DISPOSITIVE POWER

12,476,154 (See Item 5)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON

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12,476,154 (See Item 5)

12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	[ ]
-----		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	6.26% (See Item 5)	
-----		
14	TYPE OF REPORTING PERSON	
	CO	

SCHEDULE 13D

-----		-----
CUSIP No. 210371100		
-----		-----
1	NAME OF REPORTING PERSON	
	BERKSHIRE HATHAWAY INC.	
-----		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) [ ] (b) [X]
-----		
3	SEC USE ONLY	
-----		
4	SOURCE OF FUNDS*	
	AF (See Item 3)	
-----		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)	[ ]
-----		
6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	
-----		
	7	SOLE VOTING POWER
		0 (See Item 5)
-----		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER
		12,476,154 (See Item 5)
-----		
	9	SOLE DISPOSITIVE POWER
		0 (See Item 5)
-----		

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10 SHARED DISPOSITIVE POWER

12,476,154 (See Item 5)

-----  
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON  
12,476,154 (See Item 5)  
-----  
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES [ ]  
-----  
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
6.26% (See Item 5)  
-----  
14 TYPE OF REPORTING PERSON  
HC, CO  
-----

SCHEDULE 13D

-----  
CUSIP No. 210371100  
-----

-----  
1 NAME OF REPORTING PERSON  
WARREN E. BUFFETT  
-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [ ]  
(b) [X]  
-----  
3 SEC USE ONLY  
-----  
4 SOURCE OF FUNDS\*  
AF (See Item 3)  
-----  
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED  
PURSUANT TO ITEMS 2(d) or 2(e) [ ]  
-----  
6 CITIZENSHIP OR PLACE OF ORGANIZATION  
United States citizen  
-----  
7 SOLE VOTING POWER  
0 (See Item 5)  
-----  
NUMBER OF SHARES 8 SHARED VOTING POWER

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BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	12,476,154 (See Item 5)
9	SOLE DISPOSITIVE POWER
0	(See Item 5)
10	SHARED DISPOSITIVE POWER
	12,476,154 (See Item 5)
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON 12,476,154 (See Item 5)
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <span style="float:right">[ ]</span>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 6.26% (See Item 5)
14	TYPE OF REPORTING PERSON  IN

This statement amends and supplements the information set forth in the Schedule 13D filed by the Reporting Persons (as defined therein) with the U.S. Securities and Exchange Commission (the "SEC") on December 29, 2008, as amended by Amendments Nos. 1 and 2 thereto previously filed with the SEC on January 22, 2009 and February 9, 2009, respectively (the "Schedule 13D"), relating to the shares of common stock, without par value (the "Common Stock"), of Constellation Energy Group, Inc., a Maryland corporation (the "Issuer"), with principal executive offices at 100 Constellation Way, Baltimore, Maryland 21202, and constitutes Amendment No. 3 to the Schedule 13D. Capitalized terms used herein without definition shall have the meanings assigned to such terms in the Schedule 13D. Except as expressly set forth herein, there have been no changes to the information set forth in the Schedule 13D.

Item 5. Interest in Securities of the Issuer

Items 5(a) through 5(c) of the Schedule 13D are hereby amended and restated in their entirety as set forth below:

(a) As of May 13, 2009, MEHC and MEHC Investment each beneficially owns an aggregate of 12,476,154 shares of Common Stock held directly by MEHC Investment, constituting approximately 6.26% of the outstanding shares of Common Stock.

Mr. Buffett may be deemed to control Berkshire, which controls MEHC. Berkshire owns 89.5% of the voting common stock of MEHC. Thus, Berkshire and Mr. Buffett may also be considered to beneficially own the shares of Common Stock held by MEHC Investment.

None of the Reporting Persons nor to the knowledge of the Reporting Persons, any other person named in Annex A of the Schedule 13D, owns any shares of the Issuer other than as set forth herein.

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(b) Each of the Reporting Persons may be deemed to have shared voting power and shared dispositive power with respect to 12,476,154 shares of Common Stock.

(c) Annex B hereto sets forth certain information with respect to all transactions in the Common Stock effected during the past 60 days by any of the Reporting Persons. All such transactions were sales effected in the open market.

SIGNATURES

After reasonable inquiry and to the best of each of the undersigned's knowledge and belief, each of the undersigned, severally and not jointly, certifies that the information set forth in this statement is true, complete and correct.

Dated: May 13, 2009

MidAmerican Energy Holdings Company

By: /s/ Douglas L. Anderson  
-----  
Name: Douglas L. Anderson  
Title: Attorney-in-Fact

MEHC Investment, Inc.

By: /s/ Douglas L. Anderson  
-----  
Name: Douglas L. Anderson  
Title: Attorney-in-Fact

Berkshire Hathaway Inc.

By: /s/ Douglas L. Anderson  
-----  
Name: Douglas L. Anderson  
Title: Attorney-in-Fact

Warren E. Buffett

By: /s/ Douglas L. Anderson

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-----  
 Name: Douglas L. Anderson  
 Title: Attorney-in-Fact

Annex B

(Transactions by the Reporting Persons in Common Stock  
 effected during the past sixty days)

Reporting Person	Date	Shares	Price Per Share
MEHC Investment	4/9/2009	41,736	\$23.07
MEHC Investment	4/13/2009	3,330	\$23.02
MEHC Investment	4/15/2009	40,000	\$23.06
MEHC Investment	4/17/2009	3,100	\$23.05
MEHC Investment	4/23/2009	2,513	\$23.01
MEHC Investment	4/24/2009	60,600	\$23.04
MEHC Investment	4/27/2009	30,800	\$23.03
MEHC Investment	4/28/2009	26,400	\$23.10
MEHC Investment	4/29/2009	100,000	\$23.12
MEHC Investment	4/30/2009	100,000	\$23.69
MEHC Investment	5/1/2009	100,000	\$24.57
MEHC Investment	5/5/2009	100,000	\$24.47
MEHC Investment	5/6/2009	133,527	\$24.75
MEHC Investment	5/7/2009	300,000	\$25.49
MEHC Investment	5/8/2009	500,000	\$26.04
MEHC Investment	5/11/2009	304,045	\$26.08
MEHC Investment	5/12/2009	500,000	\$26.25
MEHC Investment	5/13/2009	6,002	\$26.05