

Edgar Filing: APPLICA INC - Form SC 13D/A

APPLICA INC
Form SC 13D/A
August 17, 2006

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D
(RULE 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO

RULE 13d-2(a)
(AMENDMENT NO. 6)

APPLICA INCORPORATED

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

03815A106

(CUSIP Number)

William R. Lucas, Jr.
One Riverchase Parkway South
Birmingham, Alabama 35244

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

August 15, 2006

(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 Rule 13d-1(e), 13d-1(f) or 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.

- _____
(1) 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 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).

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CUSIP No. 03815A106

1) NAME OF REPORTING PERSONS

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

Harbinger Capital Partners Master Fund I, Ltd.

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3) SEC USE ONLY

4) SOURCE OF FUNDS*

WC

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

6) CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

NUMBER OF 7 SOLE VOTING POWER
SHARES
BENEFICIALLY 0
OWNED BY 8 SHARED VOTING POWER
EACH 7,921,200
REPORTING 9 SOLE DISPOSITIVE POWER
PERSON 0
WITH 10 SHARED DISPOSITIVE POWER
7,921,200

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,921,200

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

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

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32.34%

14 TYPE OF REPORTING PERSON*

CO

CUSIP No. 03815A106

1 NAME OF REPORTING PERSONS

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

Harbinger Capital Partners Offshore Manager, L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

AF

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

6) CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF	7	SOLE VOTING POWER
SHARES	0	

BENEFICIALLY	8	SHARED VOTING POWER
OWNED BY	7,921,200	
EACH		
REPORTING	9	SOLE DISPOSITIVE POWER
PERSON	0	
WITH	10	SHARED DISPOSITIVE POWER
	7,921,200	

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,921,200

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12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

()

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

32.34%

14 TYPE OF REPORTING PERSON*

CO

CUSIP No. 03815A106

1 NAME OF REPORTING PERSONS

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

HMC Investors, L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) []

(b) [X]

3 SEC USE ONLY

4 SOURCE OF FUNDS*

AF

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF	7	SOLE VOTING POWER
SHARES		0
BENEFICIALLY	8	SHARED VOTING POWER
OWNED BY		7,921,200
EACH	9	SOLE DISPOSITIVE POWER
REPORTING		0
PERSON	10	SHARED DISPOSITIVE POWER

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WITH

7,921,200

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,921,200

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

[]

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

32.34%

14 TYPE OF REPORTING PERSON*

CO

CUSIP No. 03815A106

1) NAME OF REPORTING PERSONS

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

Harbinger Capital Partners Special Situations Fund, L.P.

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) []

(b) [X]

3) SEC USE ONLY

4) SOURCE OF FUNDS*

WC

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

6) CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 7 SOLE VOTING POWER

SHARES 0

BENEFICIALLY 8 SHARED VOTING POWER

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OWNED BY 1,690,400

EACH 9 SOLE DISPOSITIVE POWER

REPORTING 0

PERSON 10 SHARED DISPOSITIVE POWER

WITH 1,690,400

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,690,400

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

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

6.90%

14 TYPE OF REPORTING PERSON*

CO

CUSIP No. 03815A106

1 NAME OF REPORTING PERSONS

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

Harbert Management Corporation

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

AF

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

6) CITIZENSHIP OR PLACE OF ORGANIZATION

Alabama

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NUMBER OF 7 SOLE VOTING POWER
SHARES 0

BENEFICIALLY 8 SHARED VOTING POWER
OWNED BY 9,611,600

EACH 9 SOLE DISPOSITIVE POWER
REPORTING 0

PERSON 10 SHARED DISPOSITIVE POWER
WITH 9,611,600

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9,611,600

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

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

39.24%

14 TYPE OF REPORTING PERSON*

CO

CUSIP No. 03815A106

1 NAME OF REPORTING PERSONS

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

Philip Falcone

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

AF

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.A.

NUMBER OF 7 SOLE VOTING POWER

SHARES 0

BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY 9,611,600

EACH 9 SOLE DISPOSITIVE POWER

REPORTING 0

PERSON 10 SHARED DISPOSITIVE POWER

WITH 9,611,600

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9,611,600

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

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

39.24%

14) TYPE OF REPORTING PERSON*

IN

CUSIP No. 03815A106

1 NAME OF REPORTING PERSONS

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

Raymond J. Harbert

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)

(b)

3 SEC USE ONLY

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4 SOURCE OF FUNDS*

AF

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.A.

NUMBER OF 7 SOLE VOTING POWER

SHARES 0

BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY 9,611,600

EACH 9 SOLE DISPOSITIVE POWER

REPORTING 0

PERSON 10 SHARED DISPOSITIVE POWER

WITH 9,611,600

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9,611,600

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

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

39.24%

14 TYPE OF REPORTING PERSON*

IN

CUSIP No. 03815A106

1 NAME OF REPORTING PERSONS

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

Michael D. Luce

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3 SEC USE ONLY

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4 SOURCE OF FUNDS*

AF

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.A.

NUMBER OF	7	SOLE VOTING POWER
SHARES	0	
BENEFICIALLY	8	SHARED VOTING POWER
OWNED BY	9,611,600	
EACH	9	SOLE DISPOSITIVE POWER
REPORTING	0	
PERSON	10	SHARED DISPOSITIVE POWER
WITH	9,611,600	

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9,611,600

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

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

39.24%

14 TYPE OF REPORTING PERSON*

IN

CUSIP No. 03815A106

1 NAME OF REPORTING PERSONS

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

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Harbinger Capital Partners Special Situations GP, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

AF

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF	7	SOLE VOTING POWER
SHARES		0
BENEFICIALLY	8	SHARED VOTING POWER
OWNED BY		1,690,400
EACH	9	SOLE DISPOSITIVE POWER
REPORTING		0
PERSON	10	SHARED DISPOSITIVE POWER
WITH		1,690,400

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,690,400

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
6.90%

14) TYPE OF REPORTING PERSON*
CO

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CUSIP No. 03815A106

1) NAME OF REPORTING PERSONS

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

HMC - New York, Inc.

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3) SEC USE ONLY

4) SOURCE OF FUNDS*

AF

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

6) CITIZENSHIP OR PLACE OF ORGANIZATION

New York

NUMBER OF 7 SOLE VOTING POWER
SHARES 0

BENEFICIALLY 8 SHARED VOTING POWER
OWNED BY 1,690,400

EACH 9 SOLE DISPOSITIVE POWER
REPORTING 0

PERSON 10 SHARED DISPOSITIVE POWER
WITH 1,690,400

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,690,400

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

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

6.90%

14 TYPE OF REPORTING PERSON*

CO

CUSIP No. 03815A106

This Amendment No. 6 amends and supplements the Statement on Schedule 13D filed on May 17, 2006, as amended June 6, 2006, June 21, 2006, August 3, 2006, August 8, 2006 and August 11, 2006 (as amended, the "Schedule 13D") by Harbinger Capital Partners Master Fund I, Ltd. (the "Master Fund"), Harbinger Capital Partners Offshore Manager, L.L.C. ("Harbinger Management"), the investment manager of the Master Fund, HMC Investors, L.L.C., its managing member ("HMC Investors"), Harbinger Capital Partners Special Situations Fund, L.P. (the "Special Fund"), Harbinger Capital Partners Special Situations GP, LLC, the general partner of the Special Fund ("HCPSS"), HMC - New York, Inc., the managing member of HCPSS ("HMCNY"), Harbert Management Corporation ("HMC"), the managing member of HMC Investors and the parent of HMCNY, Philip Falcone, a shareholder of HMC and the portfolio manager of the Master Fund and the Special Fund, Raymond J. Harbert, a shareholder of HMC, and Michael D. Luce, a shareholder of HMC (each of the Master Fund, Harbinger Management, HMC Investors, HMC, Special Fund, HCPSS, HMCNY, Philip Falcone, Raymond J. Harbert and Michael D. Luce may be referred to herein as a "Reporting Person" and collectively may be referred to as "Reporting Persons") relating to the Common Stock, par value \$0.10 per share, of Applica Incorporated, a Florida corporation. Capitalized terms used herein and not otherwise defined in this Amendment No. 6 shall have the meanings set forth in the Schedule 13D.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

Item 3 of the Schedule 13D is hereby amended and restated as follows:

As of the date hereof the Master Fund may be deemed to beneficially own 7,921,200 Shares.

As of the date hereof Harbinger Management may be deemed to beneficially own 7,921,200 Shares.

As of the date hereof HMC Investors may be deemed to beneficially own 7,921,200 Shares.

As of the date hereof the Special Fund may be deemed to beneficially own 1,690,400 Shares.

As of the date hereof HCPSS may be deemed to beneficially own 1,690,400 Shares.

As of the date hereof HMCNY may be deemed to beneficially own 1,690,400 Shares.

As of the date hereof HMC may be deemed to beneficially own 9,611,600 Shares.

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As of the date hereof Philip Falcone may be deemed to beneficially own 9,611,600 Shares.

As of the date hereof Raymond J. Harbert may be deemed to beneficially own 9,611,600 Shares.

As of the date hereof Michael D. Luce may be deemed to beneficially own 9,611,600 Shares.

No borrowed funds were used to purchase the Shares, other than any borrowed funds used for working capital purposes in the ordinary course of business.

ITEM 4. PURPOSE OF THE TRANSACTION.

Item 4 of the Schedule 13D is amended to add the following information:

On August 14, 2006, the Master Fund sent a letter to the Issuer, a copy of which is included as Exhibit E, demanding that it be allowed to inspect the Issuer's shareholders list and certain other records.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

Item 5 of the Schedule 13D is hereby amended and restated as follows:

(a, b) As of the date hereof, the Master Fund may be deemed to be the beneficial owner of 7,921,200 Shares, constituting 32.34% of the Shares of the Issuer, based upon 24,492,069 Shares outstanding as of August 1, 2006.

The Master Fund has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 7,921,200 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 7,921,200 Shares.

(a, b) As of the date hereof, Harbinger Management may be deemed to be the beneficial owner of 7,921,200 Shares, constituting 32.34% of the Shares of the Issuer, based upon 24,492,069 Shares outstanding as of August 1, 2006.

Harbinger Management has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 7,921,200 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 7,921,200 Shares.

Harbinger Management specifically disclaims beneficial ownership in the Shares reported herein except to the extent of its pecuniary interest therein.

(a, b) As of the date hereof, HMC Investors may be deemed to be the beneficial owner of 7,921,200 Shares, constituting 32.34% of the Shares of the Issuer, based upon 24,492,069 Shares outstanding as of August 1, 2006.

HMC Investors has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 7,921,200 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 7,921,200 Shares.

HMC Investors specifically disclaims beneficial ownership in the Shares reported herein except to the extent of its pecuniary interest therein.

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(a, b) As of the date hereof, the Special Fund may be deemed to be the beneficial owner of 1,690,400 Shares, constituting 6.90% of the Shares of the Issuer, based upon 24,492,069 Shares outstanding as of August 1, 2006.

The Special Fund has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 1,690,400 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 1,690,400 Shares.

The Special Fund specifically disclaims beneficial ownership in the Shares reported herein except to the extent of its pecuniary interest therein.

(a, b) As of the date hereof, HCPSS may be deemed to be the beneficial owner of 1,690,400 Shares, constituting 6.90% of the Shares of the Issuer, based upon 24,492,069 Shares outstanding as of August 1, 2006.

HCPSS has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 1,690,400 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 1,690,400 Shares.

HCPSS specifically disclaims beneficial ownership in the Shares reported herein except to the extent of its pecuniary interest therein.

(a, b) As of the date hereof, HMCNY may be deemed to be the beneficial owner of 1,690,400 Shares, constituting 6.90% of the Shares of the Issuer, based upon 24,492,069 Shares outstanding as of August 1, 2006.

HMCNY has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 1,690,400 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 1,690,400 Shares.

HMCNY specifically disclaims beneficial ownership in the Shares reported herein except to the extent of its pecuniary interest therein.

(a, b) As of the date hereof, HMC may be deemed to be the beneficial owner of 9,611,600 Shares, constituting 39.24% of the Shares of the Issuer, based upon 24,492,069 Shares outstanding as of August 1, 2006.

HMC has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 9,611,600 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 9,611,600 Shares.

HMC specifically disclaims beneficial ownership in the Shares reported herein except to the extent of its pecuniary interest therein.

(a, b) As of the date hereof, Philip Falcone may be deemed to be the beneficial owner of 9,611,600 Shares, constituting 39.24% of the Shares of the Issuer, based upon 24,492,069 Shares outstanding as of August 1, 2006.

Mr. Falcone has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 9,611,600 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 9,611,600 Shares.

Mr. Falcone specifically disclaims beneficial ownership in the Shares

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reported herein except to the extent of his pecuniary interest therein.

(a, b) As of the date hereof, Raymond J. Harbert may be deemed to be the beneficial owner of 9,611,600 Shares, constituting 39.24% of the Shares of the Issuer, based upon 24,492,069 Shares outstanding as of August 1, 2006.

Mr. Harbert has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 9,611,600 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 9,611,600 Shares.

Mr. Harbert specifically disclaims beneficial ownership in the Shares reported herein except to the extent of his pecuniary interest therein.

(a, b) As of the date hereof, Michael D. Luce may be deemed to be the beneficial owner of 9,611,600 Shares, constituting 39.24% of the Shares of the Issuer, based upon 24,492,069 Shares outstanding as of August 1, 2006.

Mr. Luce has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 9,611,600 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 9,611,600 Shares.

Mr. Luce specifically disclaims beneficial ownership in the Shares reported herein except to the extent of his pecuniary interest therein.

(c) The trading dates, number of Shares purchased and sold and price per share for all transactions in the Shares since the previous amendment to Schedule 13D by the Reporting Persons are set forth in Exhibit B.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

Item 7 of the Schedule 13D is hereby amended to add the following:

Exhibit A: Agreement between the Reporting Persons to file jointly

Exhibit B: Schedule of Transactions in the Shares of the Issuer

Exhibit E: Letter, dated August 14, 2006, from the Master Fund to the Issuer.

SIGNATURE

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.

Harbinger Capital Partners Master Fund I, Ltd.
By: Harbinger Capital Partners Offshore Manager, L.L.C.
By: HMC Investors, L.L.C., Managing Member

By: /s/ DAVID A. BOUTWELL

Harbinger Capital Partners Offshore Manager, L.L.C.

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By: HMC Investors, L.L.C., Managing Member

By: /s/ DAVID A. BOUTWELL

HMC Investors, L.L.C.

By: /s/ DAVID A. BOUTWELL

Harbinger Capital Partners Special Situations Fund, L.P.
By: Harbinger Capital Partners Special Situations GP, LLC
By: HMC - New York, Inc.

By: /s/ DAVID A. BOUTWELL

Harbinger Capital Partners Special Situations GP, LLC
By: HMC - New York, Inc.

By:/s/ DAVID A. BOUTWELL

HMC - New York, Inc.

BY: /s/ DAVID A. BOUTWELL

Harbert Management Corporation

By: /s/ DAVID A. BOUTWELL

/s/ PHILIP FALCONE

Philip Falcone

/s/ RAYMOND J. HARBERT

Raymond J. Harbert

/s/ MICHAEL D. LUCE

Michael D. Luce

August 17, 2006

Attention: Intentional misstatements or omissions of fact constitute federal criminal violations (see 18 U.S.C. 1001).

Exhibit A

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AGREEMENT

The undersigned agree that this Schedule 13D, Amendment No. 6, dated August 17, 2006 relating to the Common Stock, \$0.10 par value of Applica Incorporated shall be filed on behalf of the undersigned.

Harbinger Capital Partners Master Fund I, Ltd.
By: Harbinger Capital Partners Offshore Manager, L.L.C.
By: HMC Investors, L.L.C., Managing Member

By: /s/ DAVID A. BOUTWELL

Harbinger Capital Partners Offshore Manager, L.L.C.
By: HMC Investors, L.L.C., Managing Member

By: /s/ DAVID A. BOUTWELL

HMC Investors, L.L.C.

By: /s/ DAVID A. BOUTWELL

Harbinger Capital Partners Special Situations Fund, L.P.
By: Harbinger Capital Partners Special Situations GP, LLC
By: HMC - New York, Inc.

By: /s/ DAVID A. BOUTWELL

Harbinger Capital Partners Special Situations GP, LLC
By: HMC - New York, Inc.

By:/s/ DAVID A. BOUTWELL

HMC - New York, Inc.

BY: /s/ JOEL B. PIASSICK

Harbert Management Corporation

By: /s/ JOEL B. PIASSICK

/s/ PHILIP FALCONE

Philip Falcone

/s/ RAYMOND J. HARBERT

Raymond J. Harbert

/s/ MICHAEL D. LUCE

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Michael D. Luce

August 17, 2006

Exhibit B

TRANSACTIONS BY HARBINGER CAPITAL PARTNERS SPECIAL SITUATIONS FUND, L.P.

TRANSACTIONS IN THE COMMON STOCK, \$0.10 PAR VALUE

Date of Transaction	Number of Shares Purchase/(Sold)	Price of Shares
8/11/06	66,700	\$4.3840
8/14/06	58,100	\$4.3974
8/15/06	112,000	\$4.5060
8/15/06	10,700	\$4.4013
8/16/06	59,700	\$4.4200
8/16/06	103,400	\$4.50094

Exhibit E

Harbinger Capital Partners Master Fund I, Ltd.
c/o Harbinger Capital Partners Offshore Manager, L.L.C.
One Riverchase Parkway South
Birmingham, Alabama 35244

August 14, 2006

Via Fed Ex

Applica Incorporated
3633 Flamingo Road
Miramar, Florida 33027
Attention: Corporate Secretary

Re: Demand for Inspection of Records

Gentlemen:

The undersigned shareholder of record hereby makes demand that it be allowed to inspect and copy the following records of Applica Incorporated: (i) shareholders' lists as of May 10, 2006 and August 4, 2006 (the "Shareholders' Lists"); (ii) any other records maintained by, or under the control of, the Company with respect to the identity and states of residency of its shareholders as of such dates; (iii) all information reviewed, relied upon, or otherwise considered by Applica for purposes of making its representation and warranty in Section 5.27 of that certain Agreement and Plan of Merger dated July 23, 2006 by and among Applica, NACCO Industries, Inc. and others (the "Merger Agreement"); and (iv) all drafts of the Merger Agreement containing changes to Section 5.27

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from the previous draft of such Agreement (collectively, the "Inspection Records"). The inspection should take place at a reasonable time and place designated in writing by an appropriate officer of Applica. The Inspection Records should be made available to us on August 22, 2006. In lieu of making the Inspection Records available for inspection you may elect to send our representative a copy of the requested information on or before the foregoing date.

This inspection is for the proper purposes of: (A) communicating with other shareholders about (i) Applica's recent announcements relating to the merger of Applica with a wholly-owned subsidiary of NACCO Industries, Inc. pursuant to the Merger Agreement and whether such merger is in the best interests of the shareholders, and/or (ii) the potential acquisition of their shares; and/or (B) determining the potential application of Florida Statutes, Section 607.0902 (the "Control Share Act") to certain of the shares of common stock of Applica beneficially owned by the undersigned and certain related parties.

It is requested that, within three business days, the corporation provide a written response to this demand, indicating the time and place scheduled for the inspection or that the requested Inspection Records will be delivered by the August 22, 2006 date. The written response should be sent to Donald "Rocky" Thompson, II, and Arnold Jacobs, at the following addresses:

Donald "Rocky" Thompson, II
Proskauer Rose, LLP
2255 Glades Road, Suite 340 West
Boca Raton, Florida 33431
(561) 995-4721

and

Arnold Jacobs
Proskauer Rose, LLP
1585 Broadway
New York, New York 10036
(212) 969-3000

The inspection will be performed by an attorney or paralegal from the law firm of Proskauer Rose, LLP, whom the undersigned shareholder appoints as its agent for this purpose.

HARBINGER CAPITAL PARTNERS MASTER
FUND I, LTD.

By: Harbinger Capital Partners
Offshore Manager, LLC

By: /s/ Philip A. Falcone

Philip A. Falcone, Senior Managing
Director