

CONNS INC
Form SC 13D/A
February 01, 2008

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934

(Amendment No. 3)

Conn s Inc.

(Name of Issuer)

Common Stock, par value \$.01 per share

(Title of Class of Securities)

208242107

(CUSIP Number)

David A. Knight

SF Holding Corp. (f/k/a Stephens Group, Inc.)

111 Center Street

Little Rock, AR 72201

(501) 377-2573

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

February 1, 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 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 o.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) 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 the 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)

CUSIP No. 208242107

SCHEDULE 13D

NAME OF REPORTING PERSONS

1 I.R.S. Identification No. of Above Persons (entities only)

Conn s Voting Trust, Steven Patterson, Trustee

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2
(a)
(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4
Not applicable

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6
Arkansas

SOLE VOTING POWER

7

NUMBER OF 5,411,176

SHARED VOTING POWER

SHARES
BENEFICIALLY OWNED BY **8**

0

EACH REPORTING PERSON **9** SOLE DISPOSITIVE POWER
0

WITH **10** SHARED DISPOSITIVE POWER
0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
5,411,176

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
22.6

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

SF Holding Corp. (formerly, Stephens Group, Inc.)

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

0

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.0

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

HC, CO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Stephens Inc.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 141,600

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

42,447

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 290,799

WITH SHARED DISPOSITIVE POWER

10

42,447

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

333,246

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

1.4

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

BD, CO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Jackson T. Stephens Trust No. One

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 22,808

WITH SHARED DISPOSITIVE POWER

10

0

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

22,808

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

b

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Bess C. Stephens Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

0

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.0

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Warren A. Stephens Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC, AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 424

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 424

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

424

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.0

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Warren A. Stephens Grantor Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC, AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 168,498

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

168,498

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.7

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Harriet C. Stephens Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 739,100

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

739,100

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

3.1

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Warren & Harriet Stephens Children s Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC, AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 918,123

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

918,123

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

3.8

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Warren Miles Amerine Stephens 95 Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC, AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 51,282

WITH SHARED DISPOSITIVE POWER

10

0

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

51,282

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

b

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.2

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Warren Miles Amerine Stephens Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 4,356

WITH SHARED DISPOSITIVE POWER

10

0

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,356

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

b

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

John Calhoun Stephens 95 Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC, AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 51,282

WITH SHARED DISPOSITIVE POWER

10

0

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

51,282

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

b

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.2

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

John Calhoun Stephens Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 4,356

WITH SHARED DISPOSITIVE POWER

10

0

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,356

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

b

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Laura Whitaker Stephens 95 Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC, AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 51,282

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

51,282

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.2

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Laura Whitaker Stephens Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SOLE VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 4,356

WITH SHARED DISPOSITIVE POWER

10

0

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,356

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

b

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Grandchild s Trust #2

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SOLE VOTING POWER

8

SHARES BENEFICIALLY OWNED BY 0

SOLE DISPOSITIVE POWER

9

EACH

REPORTING

PERSON 565,100

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

565,100

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

2.4

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

W.R. Stephens, Jr. Children s Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC, AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SOLE VOTING POWER

8

SHARES BENEFICIALLY OWNED BY

0

SOLE DISPOSITIVE POWER

9

EACH

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10
0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

b

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

0.0

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

W.R. Stephens, III Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC, OO

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SOLE VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

0

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.0

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Arden Jewell Stephens Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC, OO

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SOLE VOTING POWER

8

SHARES BENEFICIALLY OWNED BY 0

SOLE DISPOSITIVE POWER

9

EACH

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

0

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.0

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Carol M. Stephens

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10
0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

b

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

0.0

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

W.R. Stephens, Jr. Revocable Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 424

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 424

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

424

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.0

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Pamela D. Stephens Trust One

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC, AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10
0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

b

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

0.0

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

MAM International Holdings, Inc.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC, AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

0

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.0

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

CO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Jon E.M. Jacoby

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

PF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 43,588

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 43,588

WITH SHARED DISPOSITIVE POWER

10

0

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

43,588

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

b

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.2

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Curtis F. Bradbury, Jr.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

OO

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 785

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

119,438

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 372,141

WITH SHARED DISPOSITIVE POWER

10

1,037,561

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

1,409,702

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

5.9

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

IN

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Douglas H. Martin

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

PF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 40,352

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

119,438

SOLE DISPOSITIVE POWER

EACH

9

REPORTING

PERSON 194,766

WITH SHARED DISPOSITIVE POWER

10

119,438

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

314,204

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

1.3

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

IN

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

C. Ray Gash IRA

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

PF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

0

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.0

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1 I.R.S. Identification No. of Above Persons (entities only)

C. Ray Gash

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2
(a)
(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4
PF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6
Arkansas

SOLE VOTING POWER

7

NUMBER OF 1,734

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY **8**

0

SOLE DISPOSITIVE POWER

EACH **9**

REPORTING

PERSON 1,734

WITH SHARED DISPOSITIVE POWER

10

0

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,734

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

b

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Stephens Investment Partners 2000 LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 119,322

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 119,322

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

119,322

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.5

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Stephens Investment Partners 2001 LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 116

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 116

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

116

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.0

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Stephens Investments Holdings LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 29

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 2,309,509

WITH SHARED DISPOSITIVE POWER

10

0

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,309,538

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

b

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

9.6

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Francine, Inc.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Nevada

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

0

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.0

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

CO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Coral Two Corporation

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Wyoming

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10
0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

b

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

0.0

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Craig Dobbs Campbell, Jr. 1992 Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10
0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

0

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.0

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Susan Stephens Campbell 1992 Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

0

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.0

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Elizabeth Chisum Campbell 1992 Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

0

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.0

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Ray Gash Conns 2004 Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

0

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.0

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Linda M. Gash Conns 2004 Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10
0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

b

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

0.0

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

SG-1890, LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

AF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 5,767,060

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH 9

REPORTING

PERSON 5,767,060

WITH SHARED DISPOSITIVE POWER

10

0

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,767,060

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

o

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

24.1

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

W.R. Stephens, Jr.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

PF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 424

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

5,767,060

SOLE DISPOSITIVE POWER

EACH

9

REPORTING

PERSON 424

WITH SHARED DISPOSITIVE POWER

10

5,767,060

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

5,767,484

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

24.1

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

IN

CUSIP No. 208242107

NAME OF REPORTING PERSONS

1

I.R.S. Identification No. of Above Persons (entities only)

Elizabeth S. Campbell

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

PF

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

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY 8

OWNED BY 5,767,060

SOLE DISPOSITIVE POWER

EACH

9

REPORTING

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

5,767,060

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

5,767,060

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

b

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

24.1

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

IN

CUSIP No. 208242107

Introductory Statement

This Amendment No. 3 to Schedule 13D relates to the Common Stock, par value \$.01 per share (Common Stock), of Conn s Inc., a Delaware corporation (the Issuer). This Amendment No. 3 amends and supplements (i) the Statement originally filed on December 18, 2003 with the Securities and Exchange Commission (the Commission) by the reporting persons, (ii) Amendment No. 1 to the Statement filed on June 2, 2004 with the Commission by the reporting persons, and (iii) Amendment No. 2 to the Statement filed on September 17, 2007 with the Commission by the reporting persons (collectively, the Prior Filings and collectively with this Amendment No. 3, this Statement). Unless otherwise defined herein, capitalized terms used herein shall have the meanings ascribed thereto in the Prior Filings. This Amendment No. 3 is being filed to amend the Statement to reflect the transfer by certain of the reporting persons of 5,767,060 shares of the Common Stock out of the Conn s Voting Trust to SG-1890, LLC on February 1, 2008, and to add the following additional reporting persons: SG-1890, LLC, W.R. Stephens, Jr., and Elizabeth S. Campbell.

ITEM 2. IDENTITY AND BACKGROUND

Item 2(a) of the Statement is amended and restated to read in its entirety as follows:

(a) Name of reporting persons: Conn s Voting Trust (the Voting Trust), SF Holding Corp. (formerly known as Stephens Group, Inc.), Stephens Inc., Warren A. Stephens Grantor Trust, Jackson T. Stephens Trust No. One, Harriet Calhoun Stephens Trust, Warren and Harriet Stephens Children s Trust, Warren Miles Amerine Stephens 1995 Trust, Warren Miles Amerine Stephens Trust, John Calhoun Stephens 1995 Trust, John Calhoun Stephens Trust, Laura Whitaker Stephens 1995 Trust, Laura Whitaker Stephens Trust, Grandchild s Trust Two, Curtis F. Bradbury, Jr., Douglas H. Martin, Stephens Investment Holdings LLC (collectively, the Trust Participants), Bess C. Stephens Trust, W.R. Stephens, Jr. Children s Trust, W.R. Stephens, III Trust, Arden Jewell Stephens Trust, Carol M. Stephens, W.R. Stephens, Jr. Revocable Trust, Pamela D. Stephens Trust One, MAM International Holdings, Inc., Francine, Inc., Coral Two Corporation, Craig Dobbs Campbell, Jr. 1992 Trust, Susan Stephens Campbell 1992 Trust, Elizabeth Chisum Campbell 1992 Trust, C. Ray Gash, C. Ray Gash IRA, Ray Gash Conns 2004 Trust, Linda M. Gash Conns 2004 Trust, Stephens Investment Partners 2000 LLC, Stephens Investment Partners 2001 LLC, Warren A. Stephens Trust, Jon E.M. Jacoby, SG-1890, LLC, W.R. Stephens, Jr., and Elizabeth S. Campbell.

(i) Steve Patterson is the Trustee of the Conn s Voting Trust, a trust established by the Conn s Voting Trust Agreement, executed by and among Mr. Patterson and the Trust Participants. Mr. Patterson is a citizen of the United States of America, has a business address of 349 Colony Drive, Naples, Florida 34108, and is principally employed as a financial consultant.

(ii) SF Holding Corp. (formerly known as Stephens Group, Inc.) is an Arkansas business corporation, engaged in the business of buying, owning, holding and selling investment securities and other assets. Its principal offices are located at 111 Center Street, Little Rock, Arkansas 72201.

The voting stock of SF Holding Corp. is owned by the following entities, each of which is a trust formed under the laws of the State of Arkansas:

(1) Jackson T. Stephens Trust No. One, Warren A. Stephens and Jon E.M. Jacoby, Trustees.

(2) Warren A. Stephens Trust No. One, Warren A. Stephens, Trustee.

(3) W.R. Stephens, Jr. Revocable Trust, W.R. Stephens, Jr. Trustee.

(4) WRS Jr. Trust under Art 4 of the Pamela Diane Stephens Trust UID September 5, 1996, W.R. Stephens, Jr., Trustee.

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(5) Elizabeth S. Campbell Revocable Trust, Elizabeth S. Campbell, Trustee.

(6) ESC Trust under Art 4 of the Pamela Diane Stephens Trust UID September 5, 1996, Elizabeth Stephens Campbell, Trustee.

(7) Bess C. Stephens Revocable Trust, Bess C. Stephens, Trustee

Trusts (1) and (2) above have a business address of 111 Center Street, Little Rock, Arkansas 72201. Trusts (3) through (7) above have a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202.

The control persons, directors and executive officers of SF Holding Corp., and their respective principal employments, are:

(A) Warren A. Stephens, Co-Chairman of SF Holding Corp. and President and CEO of Stephens Inc.

(B) W.R. Stephens, Jr., Co-Chairman of SF Holding Corp. and Co-Chairman and CEO of The Stephens Group, LLC.

(C) Elizabeth S. Campbell, Director of SF Holding Corp. and Co-Chairman of The Stephens Group, LLC.

(D) Douglas H. Martin, Director and Executive Vice President of SF Holding Corp.

(E) Bess C. Stephens, Shareholder of SF Holding Corp.

(F) Bill Steve Walker, President and CEO of Stephens Production Company, a division of SF Holding Corp.

Each of the persons listed above is a citizen of the United States of America. Mr. Martin and Warren A. Stephens have a business address of 111 Center Street, Little Rock, Arkansas 72201. The other persons listed above have a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202.

(iii) Stephens Inc., an Arkansas corporation, is a broker-dealer registered with the NASD and a member of the New York Stock Exchange. The principal offices of Stephens Inc. are located at 111 Center Street, Little Rock, Arkansas 72201.

The voting stock of Stephens Inc. is owned by SI Holdings Inc., an Arkansas corporation with a business address of 111 Center Street, Little Rock, Arkansas 72201. All of the stock of SI Holdings Inc. is owned by Warren A. Stephens Trust No. 2, the principal offices of which are located at 111 Center Street, Little Rock, Arkansas 72201. Warren A. Stephens is the sole trustee. The directors and executive officers of Stephens Inc., and their respective principal employments, are Warren A. Stephens, Chairman, President and CEO of Stephens Inc., Curtis F. Bradbury, Jr., Director, Sr. Executive Vice President and Chief Operating Officer of Stephens Inc., Mark C. Doramus, Sr. Executive Vice President, Chief Financial Officer, Assistant to the President, R. Gregory Feltus, Sr. Executive Vice President, and the following Executive Vice Presidents: Brian Bush, Larry Bowden, Martha Byorum, J. Dale Dawson, Ellen Gray, John Green, Zoe Hines, David A. Knight, Douglas H. Martin, J. Mark McBryde, Kevin Scanlon, James D. Simpson, III, J. Warren Simpson, Michael R. Smith, Sr., William L. Tedford, Jr., Abraham R. Towbin, Sr., Kevin Wilcox, Kenneth Gunderman, and J. Brad Eichler.

(iv) Jackson T. Stephens Trust No. One is a trust formed under the laws of the State of Arkansas with a business address of 111 Center St., Little Rock, Arkansas 72201. Its trustees are Warren A. Stephens and Jon E.M. Jacoby.

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(v) Bess C. Stephens Trust is a trust formed under the laws of the State of Arkansas with a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202. Its trustee is Bess C. Stephens.

(vi) Warren A. Stephens Trust is a trust formed under the laws of the State of Arkansas with a business address of 111 Center Street, Little Rock, Arkansas 72201. Its trustee is Warren A. Stephens.

(vii) Warren A. Stephens Grantor Trust is a trust formed under the laws of the State of Arkansas with a business address of 111 Center Street, Little Rock, Arkansas 72201. Its trustee is Harriet C. Stephens.

(viii) Harriet Calhoun Stephens Trust is a trust formed under the laws of the State of Arkansas with a business address of 111 Center Street, Little Rock, Arkansas 72201. Its trustee is Harriet Calhoun Stephens.

(ix) Warren and Harriet Stephens Children's Trust is a trust formed under the laws of the State of Arkansas with a business address of 111 Center Street, Little Rock, Arkansas 72201. Its trustees are John N. Calhoun and Curt Bradbury.

(x) Warren Miles Amerine Stephens 1995 Trust is a trust formed under the laws of the State of Arkansas with a business address of 111 Center Street, Little Rock, Arkansas 72201. Its trustee is Curt Bradbury.

(xi) Warren Miles Amerine Stephens Trust is a trust formed under the laws of the State of Arkansas with a business address of 111 Center Street, Little Rock, Arkansas 72201. Its trustee is Warren A. Stephens.

(xii) John Calhoun Stephens 1995 Trust is a trust formed under the laws of the State of Arkansas with a business address of 111 Center Street, Little Rock, Arkansas 72201. Its trustee is Curt Bradbury.

(xiii) John Calhoun Stephens Trust is a trust formed under the laws of the State of Arkansas with a business address of 111 Center Street, Little Rock, Arkansas 72201. Its trustee is Warren A. Stephens.

(xiv) Laura Whitaker Stephens 1995 Trust is a trust formed under the laws of the State of Arkansas with a business address of 111 Center Street, Little Rock, Arkansas 72201. Its trustee is Curt Bradbury.

(xv) Laura Whitaker Stephens Trust is a trust formed under the laws of the State of Arkansas with a business address of 111 Center Street, Little Rock, Arkansas 72201. Its trustee is Warren A. Stephens.

(xvi) Grandchild's Trust Two is a trust formed under the laws of the State of Arkansas with a business address c/o Stephens Group, Inc., 111 Center Street, Little Rock, Arkansas 72201. Its trustee is Caroline Stephens.

(xvii) W.R. Stephens, Jr. Children's Trust is a trust formed under the laws of the State of Arkansas with a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202. Its trustee is Carol A. Stephens.

(xviii) W.R. Stephens, III Trust is a trust formed under the laws of the State of Arkansas with a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202. Its trustees are W.R. Stephens, Jr., William Steve Walker and Emon Mahoney, Jr.

(xix) Arden Jewell Stephens Trust is a trust formed under the laws of the State of Arkansas with a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202. Its trustees are W.R. Stephens, Jr., William Steve Walker and Emon Mahoney, Jr.

(xx) Carol M. Stephens has a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202.

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(xxi) W.R. Stephens, Jr. Revocable Trust is a trust formed under the laws of the State of Arkansas with a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202. Its trustee is W.R. Stephens, Jr.

(xxii) Pamela D. Stephens Trust One is a trust formed under the laws of the State of Arkansas with a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202. Its trustees are W.R. Stephens, Jr., Elizabeth S. Campbell and Bess C. Stephens.

(xxiii) MAM International Holdings, Inc. is a Nevada corporation with a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202. Its directors and executive officers are Elizabeth Stephens Campbell and Craig Campbell, Directors and Jon E.M. Jacoby, Executive Vice President and Chief Financial Officer.

(xxiv) Jon E.M. Jacoby is a Vice Chairman and Senior Managing Director of The Stephens Group, LLC. His business address is 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202.

(xxv) Curtis F. Bradbury, Jr. is a Director, Senior Executive Vice President and Chief Operating Officer of Stephens Inc.

(xxvi) Douglas Martin is an Executive Vice President of SF Holding Corp. His business address is 111 Center Street, Little Rock, Arkansas 72201.

(xxvii) C. Ray Gash IRA is a self-directed individual retirement account for which Stephens Inc. serves as custodian. Its business address is 16 Phellos Ct, Little Rock, Arkansas 72223.

(xxviii) C. Ray Gash is retired. His address is 16 Phellos Ct, Little Rock, Arkansas 72223.

(xxix) Stephens Investment Partners 2000 LLC is an Arkansas limited liability company with a business address of 111 Center Street, Little Rock, Arkansas 72201. It is engaged in the business of making private equity investments. The managers of the company are Warren A. Stephens, Douglas H. Martin, Curtis F. Bradbury, Jr., Mark Doramus, Kevin Wilcox, David A. Knight, R. Greg Feltus, Warren Simpson, Jackson Farrow, Jr. and Kathy Bryant. The members of the company are officers and employees of Stephens Inc. and affiliated companies.

(xxx) Stephens Investment Partners 2001 LLC is an Arkansas limited liability company with a business address of 111 Center Street, Little Rock, Arkansas 72201. It is engaged in the business of making private equity investments. The managers of the company are Warren A. Stephens, Douglas H. Martin, Curtis F. Bradbury, Jr., Mark Doramus, Kevin Wilcox, David A. Knight, R. Greg Feltus, Warren Simpson, Jackson Farrow, Jr. and Kathy Bryant. The members of the company are officers and employees of Stephens Inc. and affiliated companies.

(xxxi) Stephens Investment Holdings LLC is an Arkansas limited liability company with a business address of 111 Center Street, Little Rock, Arkansas 72201. It is engaged in the business of making private equity investments. The managers of the company are Warren A. Stephens, Curtis F. Bradbury, Jr., and Douglas H. Martin. The sole member of the company is Warren A. Stephens Revocable Trust UID 8/19/05, Warren A. Stephens, Trustee.

(xxxii) Francine, Inc. is a Nevada corporation with a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202. It is engaged in the business of making private equity investments. The executive officers and control persons of the corporation are Jon E.M. Jacoby, Elizabeth Stephens Campbell and Craig Campbell.

(xxxiii) Coral Two Corporation is a Wyoming corporation with a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202. It is engaged in the business of making private equity investments. Jon E.M. Jacoby is the president and sole director of the corporation.

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(xxxiv) Craig Dobbs Campbell, Jr. 1992 Trust is a trust formed under the laws of the State of Arkansas with a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202. Its trustees are Bess C. Stephens, W.R. Stephens, Jr. and Elizabeth S. Campbell.

(xxxv) Susan Stephens Campbell 1992 Trust is a trust formed under the laws of the State of Arkansas with a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202. Its trustees are Bess C. Stephens, W.R. Stephens, Jr. and Elizabeth S. Campbell.

(xxxvi) Elizabeth Chisum Campbell 1992 Trust is a trust formed under the laws of the State of Arkansas with a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202. Its trustees are Bess C. Stephens, W.R. Stephens, Jr. and Elizabeth S. Campbell.

(xxxvii) Ray Gash Conns 2004 Trust is a trust formed under the laws of the State of Arkansas with a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202. Its trustee is Linda M. Gash.

(xxxviii) Linda M. Gash Conns 2004 Trust is a trust formed under the laws of the State of Arkansas with a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202. Its trustee is C. Ray Gash.

(xxxix) SG-1890, LLC is a limited liability company formed under the laws of the State of Arkansas with a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202. It is principally engaged in the business of holding the shares of Conn's Common Stock contributed by its members. The managers and executive officers of the company are W.R. Stephens, Jr. and Elizabeth S. Campbell. The management of the company is vested exclusively in its managers. The members of the company are Bess C. Stephens Trust, W.R. Stephens, Jr. Children's Trust, W.R. Stephens, III Trust, Arden Jewell Stephens Trust, Carol Stephens, W.R. Stephens, Jr. Revocable Trust, Pamela D. Stephens Trust One, MAM International Holdings, Inc., Ray Gash IRA, Ray Gash Conn's 2004 Trust, Craig Dobbs Campbell, Jr. 1992 Trust, Susan Stephens Campbell 1992 Trust, Elizabeth Chisum Campbell 1992 Trust, Coral Two Corporation, Linda M. Gash Conn's 2004 Trust, Francine, Inc., and the following trusts formed under the laws of the State of Arkansas, each of which has a business address of 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202: WRS Family Trust dated 12/13/99, C. Ray Gash and Robert L. Schulte, trustees; WRS Family Trust dated 05/03/99, C. Ray Gash and Robert L. Schulte, trustees; W.R. Stephens, Jr. Revocable Trust, W.R. Stephens, Jr., trustee; WRS Jr. Trust under Art 4 of the PDS Trust UID Sept. 5, 1996, W.R. Stephens, Jr., trustee; ESC Family Trust dated 12/13/99, Robert L. Schulte and William S. Walker, trustees; ESC Family Trust dated 05/03/99, Robert L. Schulte and William S. Walker, trustees, Elizabeth S. Campbell Revocable Trust, Elizabeth S. Campbell, trustee; ESC Trust under Art. 4 of the PDS Trust UID Sept. 5, 1996, Elizabeth S. Campbell, trustee; and Bess C. Stephens Revocable Trust, Bess C. Stephens, trustee.

(xxxx) W.R. Stephens, Jr., is principally employed as Co-Chairman and CEO of The Stephens Group, LLC. Mr. Stephens' business address is 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202.

(xxxxi) Elizabeth S. Campbell, is principally employed as Co-Chairman of The Stephens Group, LLC. Ms. Campbell's business address is 100 Morgan Keegan Drive, Suite 500, Little Rock, Arkansas 72202.

Item 2(b) of the Statement is supplemented by adding the following:

During the past five years neither SG-1890, LLC, nor its managers, members, or executive officers, have been convicted in any criminal proceeding (excluding traffic violations or similar misdemeanors) nor been the subject of any civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding been subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

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

Item 3 is supplemented by adding the following:

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On February 1, 2008, SG-1890, LLC received 5,767,060 shares of the Common Stock pursuant to the transfer of such shares out of the Voting Trust by certain of the reporting persons, as further described in Item 5(b) below. No consideration was paid in connection with such transfer.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

Item 5 is amended and restated to read in its entirety as follows:

(a) The following table discloses the beneficial ownership of the Common Stock by the reporting persons and their respective directors and control persons. Because of interrelationships among the various reporting persons, certain shares of the Common Stock may be reported as being beneficially owned by more than one person. The table also discloses those reporting persons who ceased to be the beneficial owners of any shares of the Common Stock and as a result, have ceased to be members of the reporting group.

| Name | Number of | | Percent | | Dispositive Power | |
|--|--------------------|--------------------|-----------|--------------|-------------------|--------|
| | Beneficially Owned | Shares Outstanding | (1) | Voting Power | Sole | Shared |
| | | | | Sole | Shared | |
| Conn s Voting Trust(2) | 5,411,176 | 22.6 | 5,411,176 | 0 | 0 | 0 |
| SF Holding Corp. | 0 | 0.0 | 0 | 0 | 0 | 0 |
| Stephens Inc.(3) | 333,246 | 1.4 | 141,600 | 42,447 | 290,799 | 42,447 |
| Jackson T. Stephens Trust One | 22,808 | 0 | 0 | 0 | 22,808 | 0 |
| Bess C. Stephens Trust | 0 | 0.0 | 0 | 0 | 0 | 0 |
| Warren A. Stephens Trust | 424 | 0 | 424 | 0 | 424 | 0 |
| Warren A. Stephens Grantor Trust | 168,498 | 0.7 | 0 | 0 | 168,498 | 0 |
| Harriet C. Stephens Trust | 739,100 | 3.1 | 0 | 0 | 739,100 | 0 |
| Warren & Harriet Stephens Children s Trust | 918,123 | 3.8 | 0 | 0 | 918,123 | 0 |
| Warren Miles Amerine Stephens 95 Trust | 51,282 | 0.2 | 0 | 0 | 51,282 | 0 |
| Warren Miles Amerine Stephens Trust | 4,356 | 0.0 | 0 | 0 | 4,356 | 0 |
| John Calhoun Stephens 95 Trust | 51,282 | 0.2 | 0 | 0 | 51,282 | 0 |
| John Calhoun Stephens Trust | 4,356 | 0.0 | 0 | 0 | 4,356 | 0 |
| Laura Whitaker Stephens 95 Trust | 51,282 | 0.2 | 0 | 0 | 51,282 | 0 |
| Laura Whitaker Stephens Trust | 4,356 | 0.0 | 0 | 0 | 4,356 | 0 |
| Grandchild s Trust #2 | 565,100 | 2.4 | 0 | 0 | 565,100 | 0 |
| W.R. Stephens, Jr. Children s Trust | 0 | 0.0 | 0 | 0 | 0 | 0 |
| W.R. Stephens, III Trust | 0 | 0.0 | 0 | 0 | 0 | 0 |
| Arden Jewell Stephens Trust | 0 | 0.0 | 0 | 0 | 0 | 0 |
| Carol M. Stephens | 0 | 0.0 | 0 | 0 | 0 | 0 |
| W.R. Stephens, Jr. Revocable Trust | 424 | 0.0 | 424 | 0 | 424 | 0 |
| Pamela D. Stephens Trust One | 0 | 0.0 | 0 | 0 | 0 | 0 |
| MAM International Holdings, Inc. | 0 | 0.0 | 0 | 0 | 0 | 0 |
| Jon E.M. Jacoby(4) | 43,588 | 0.2 | 43,588 | 0 | 43,588 | 0 |

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| Name | Number of | | Percent | | Dispositive Power | |
|---------------------------------------|--------------------|-----------------------|-----------|-----------|-------------------|-----------|
| | Beneficially Owned | Outstanding Shares(1) | Sole | Shared | Sole | Shared |
| Curtis F. Bradbury, Jr.(5) | 1,409,702 | 5.9 | 785 | 119,438 | 372,141 | 1,037,561 |
| Douglas H. Martin(6) | 314,204 | 1.3 | 40,352 | 119,438 | 194,766 | 119,438 |
| C. Ray Gash IRA | 0 | 0.0 | 0 | 0 | 0 | 0 |
| C. Ray Gash | 1,734 | 0.0 | 1,734 | 0 | 1,734 | 0 |
| Stephens Investment Partners 2000 LLC | 119,322 | 0.5 | 119,322 | 0 | 119,322 | 0 |
| Stephens Investment Partners 2001 LLC | 116 | 0 | 116 | 0 | 116 | 0 |
| Warren A. Stephens(7) | 2,789,576 | 11.6 | 152,341 | 142,227 | 2,647,349 | 142,227 |
| Harriet C. Stephens(8) | 907,598 | 3.8 | 0 | 0 | 907,598 | 0 |
| Bess C. Stephens | 0 | 0.0 | 0 | 0 | 0 | 0 |
| W.R. Stephens, Jr.(9) | 5,767,484 | 24.1 | 424 | 5,767,060 | 424 | 5,767,060 |
| Elizabeth S. Campbell(10) | 5,767,060 | 24.1 | 0 | 5,767,060 | 0 | 5,767,060 |
| Stephens Investments Holdings LLC | 2,309,538 | 9.6 | 29 | 0 | 2,309,509 | 0 |
| Francine, Inc. | 0 | 0.0 | 0 | 0 | 0 | 0 |
| Coral Two Corporation | 0 | 0.0 | 0 | 0 | 0 | 0 |
| Craig Dobbs Campbell, Jr. 1992 Trust | 0 | 0.0 | 0 | 0 | 0 | 0 |
| Susan Stephens Campbell 1992 Trust | 0 | 0.0 | 0 | 0 | 0 | 0 |
| Elizabeth Chisum Campbell 1992 Trust | 0 | 0.0 | 0 | 0 | 0 | 0 |
| Ray Gash Conns 2004 Trust | 0 | 0.0 | 0 | 0 | 0 | 0 |
| Linda M. Gash Conns 2004 Trust | 0 | 0.0 | 0 | 0 | 0 | 0 |
| SG-1890, LLC | 5,767,060 | 24.1 | 5,767,060 | 0 | 5,767,060 | 0 |
| Steve Patterson, Voting Trustee | 5,411,176 | 22.6 | 5,411,176 | 0 | 0 | 0 |

- (1) Based on 23,969,814 shares reported by the Issuer as outstanding on the date of filing of this Amendment No. 3. Collectively, the reporting persons beneficially own approximately 48.3% of the outstanding Common Stock.
- (2) Pursuant to the terms of the Voting Trust Agreement, the trustee of the Voting Trust must vote the shares of Common Stock held by the voting trust for or against any proposal or other matter submitted to the stockholders of the Issuer for approval in the same proportion as the votes cast for and against such proposal or other matter by all other stockholders, not counting abstentions. Number of shares includes 149,199 shares contributed by Stephens Inc., 22,808 contributed by Jackson T. Stephens Trust No. One, 168,498 shares contributed by Warren A. Stephens Grantor Trust, 739,100 shares contributed by Harriet C. Stephens Trust, 918,123 shares contributed by Warren & Harriet Stephens Children's Trust, 51,282 shares contributed by each of Warren Miles Amerine Stephens 95 Trust, John Calhoun Stephens 95 Trust, and Laura Whitaker Stephens 95 Trust, also includes 4,356 shares contributed by each of Warren Miles Amerine Stephens Trust, John Calhoun Stephens Trust, and Laura Whitaker Stephens Trust, also includes 565,100 shares contributed by Grandchild's Trust #2, 217,511 shares contributed by Curtis F. Bradbury, Jr., 154,414 shares contributed by Doug Martin, and 2,309,509 shares contributed by Stephens Investments Holdings LLC.

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- (3) Includes 149,199 shares which have been contributed to the Voting Trust and as to which Stephens Inc. has no voting power and sole dispositive power, 141,600 shares held in inventory accounts as to which Stephens Inc. has sole voting power and sole dispositive power, and 42,447 shares held in discretionary trading accounts on behalf of Stephens Inc. clients as to which the firm has shared voting power and shared dispositive power.
- (4) Includes 3,588 shares owned individually as to which Mr. Jacoby has sole voting power and sole dispositive power. Also includes 40,000 shares which Mr. Jacoby has the right to receive upon the exercise of options exercisable on or within 60 days of the date of the filing of this Amendment No. 3 as to which Mr. Jacoby has sole voting power and sole dispositive power.
- (5) Includes 217,510 which have been contributed to the Voting Trust and as to which Mr. Bradbury has no voting power and sole dispositive power, and 785 shares owned individually as to which Mr. Bradbury has sole voting power and sole dispositive power. Also includes 119,322 shares owned by Stephens Investment Partners 2000 LLC and 116 shares owned by Stephens Investment Partners 2001 LLC as to which Mr. Martin, as a co-manager of the LLCs, has shared voting power and shared dispositive power. Also includes 51,282 shares beneficially owned by each of John Calhoun Stephens 95 Trust, Laura Whitaker Stephens 95 Trust and Warren Miles Amerine Stephens 95 Trust, as to which Mr. Bradbury, as sole manager of the trusts, has no voting power and sole dispositive power.
- (6) Includes 9 shares owned by Douglas H. Martin IRA as to which Mr. Martin has sole voting power and sole dispositive power, 154,414 shares which have been contributed to the Voting Trust and as to which Mr. Martin has no voting power and sole dispositive power, and 343 shares owned individually as to which Mr. Martin has sole voting power and sole dispositive power. Also includes 119,322 shares owned by Stephens Investment Partners 2000 LLC and 116 shares owned by Stephens Investment Partners 2001 LLC as to which Mr. Martin, as a co-manager of the LLCs, has shared voting power and shared dispositive power. Also includes 40,000 shares which Mr. Martin has the right to receive upon the exercise of options exercisable on or within 60 days of the date of the filing of this Amendment No. 3 as to which Mr. Martin has sole voting power and sole dispositive power.
- (7) Includes 149,199 shares owned by Stephens Inc. which have been contributed to the Voting Trust and as to which Mr. Stephens, as President, has no voting power and sole dispositive power. Also includes 141,600 shares owned directly by Stephens Inc. as to which Mr. Stephens has sole voting power and sole dispositive power, and 42,447 shares held in discretionary trading accounts on behalf of Stephens Inc. clients as to which Stephens Inc. has shared voting power and shared dispositive power. Also includes 424 shares beneficially owned by Warren A. Stephens Trust and 4,356 shares owned by each of Warren Miles Amerine Stephens Trust, John Calhoun Stephens Trust, and Laura Whitaker Stephens Trust, which have been contributed to the Voting Trust and as to which Mr. Stephens, as sole trustee of the trusts, has no voting power and sole dispositive power. Also includes 2,309,509 shares owned by Stephens Investments Holdings LLC which have been contributed to the Voting Trust and as to which Mr. Stephens, as Manager, has no voting power and sole dispositive power. Also includes 22,808 shares beneficially owned by Jackson T. Stephens Trust No. One which have been contributed to the Voting Trust and as to which Mr. Stephens, as trustee, has no voting power and sole dispositive power. Also includes 29 shares owned directly by Stephens Investments Holdings LLC as to which Mr. Stephens has sole voting power and sole dispositive power. Also includes 119,322 shares directly owned by Stephens Investment Partners 2000 LLC and 116 shares owned by Stephens Investment Partners 2001 LLC as to which Mr. Stephens, as a co-manager, has shared voting power and shared dispositive power. Total does not includes shares owned by Mr. Stephens wife, Harriet C. Stephens.
- (8)

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Includes 739,100 shares beneficially owned by Harriet C. Stephens Trust and 168,498 shares beneficially owned by Warren A. Stephens Grantor Trust which have been contributed to the Voting Trust and as to which Ms. Stephens, as sole trustee of both trusts, has no voting power and sole dispositive power. Total does not include shares owned by Warren A. Stephens.

- (9) Includes 424 shares owned directly by W.R. Stephens, Jr. Revocable Trust as to which Mr. Stephens has sole voting power and sole dispositive power. Also includes 5,767,060 shares owned by SG-1890, LLC as to which Mr. Stephens, as co-manager with Elizabeth S. Campbell, has shared voting power and shared dispositive power.
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(10) Includes 5,767,060 shares owned by SG-1890, LLC as to which Ms. Campbell, as co-manager with W.R. Stephens, Jr., has shared voting power and shared dispositive power.

(b) On February 1, 2008, certain of the reporting persons who had contributed shares of the Common Stock to the Voting Trust transferred all of such shares out of the Voting Trust to SG-1890, LLC, as shown in the following table.

| Reporting Person | Shares of Common Stock transferred out of the Voting Trust to SG-1890, LLC |
|--------------------------------------|---|
| Bess C. Stephens Trust | 208,105 |
| W.R. Stephens, Jr. Children's Trust | 202,774 |
| W.R. Stephens, III Trust | 155,489 |
| Arden Jewell Stephens Trust | 155,489 |
| Carol Stephens | 12,019 |
| W.R. Stephens, Jr. Revocable Trust | 1,162,530 |
| Pamela D. Stephens Trust One | 1,182,864 |
| MAM International Holdings, Inc. | 250,330 |
| Ray Gash IRA | 19,888 |
| Ray Gash Conn's 2004 Trust | 15,000 |
| Craig Dobbs Campbell, Jr. 1992 Trust | 83,333 |
| Susan Stephens Campbell 1992 Trust | 83,333 |
| Elizabeth Chisum Campbell 1992 Trust | 83,333 |
| Coral Two Corporation | 570,280 |
| Linda M. Gash Conn's 2004 Trust | 30,000 |
| Francine, Inc. | 1,091,531 |
| Total: | 5,306,298 |

On February 1, 2008, SF Holding Corp. distributed to its shareholders, pro rata, all of the Conn's, Inc. Common Stock held by SF Holding Corp. in the Voting Trust, with all such shares remaining inside the Voting Trust. Upon completion of the distribution, the SF Holding Corp. shareholders listed below transferred the Common Stock received from SF Holding Corp. out of the Voting Trust to SG-1890, LLC, an Arkansas limited liability company established to hold such shares, as shown in the following table.

| SF Holding Corp. Shareholders | Shares of Common Stock transferred out of the Voting Trust to SG-1890, LLC |
|--|---|
| WRS Family Trust dated 12/13/99 | 34,672 |
| WRS Family Trust dated 05/03/99 | 138,230 |
| W.R. Stephens, Jr. Revocable Trust | 30,717 |
| WRS Jr. Trust under Art 4 of the PDS Trust UID Sept. 5, 1996 | 15,358 |
| ESC Family Trust dated 12/13/99 | 34,672 |
| ESC Family Trust dated 05/03/99 | 138,230 |
| Elizabeth S. Campbell Revocable Trust | 30,717 |
| ESC Trust under Art. 4 of the PDS Trust UID Sept. 5, 1996 | 15,358 |
| Bess C. Stephens Revocable Trust | 22,808 |
| Total: | 460,762 |

All of the transfers to SG-1890, LLC described above in this Item 5(b) were approved by the Issuer as required under Section 5(a) of the Voting Trust Agreement, which provides that the Voting Trust participants may transfer

shares of the Common Stock out of the Voting Trust to any person who is not an affiliate of Stephens Inc. under the Securities Act or the Exchange Act if the transfer is approved by a majority of the board of directors of the Issuer (excluding any member of the board of directors of the Issuer who is an affiliate, employee, officer, director,

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general partner or agent of Stephens Inc. or SF Holding Corp.). In December 2007 a majority of the Issuer's board of directors (excluding Jon E.M. Jacoby and Douglas H. Martin) approved such transfers.

On February 1, 2008, Warren A. Stephens Trust and Warren A. Stephens Trust No. One, both of which received shares of Common Stock inside the Voting Trust from SF Holding Corp. pursuant to the pro rata distribution described above, transferred all of the shares received (437,730 shares and 230 shares, respectively) to Stephens Investments Holdings LLC, with all such shares remaining in the Voting Trust.

(c) SF Holding Corp. sold 8 shares of the Common Stock in an open market transaction on February 1, 2008 at a price of \$18.50 per share.

(d) On February 1, 2008, the following reporting persons ceased to be the beneficial owners of any shares of the Common Stock: SF Holding Corp., Bess C. Stephens Trust, W.R. Stephens, Jr. Children's Trust, W.R. Stephens, III Trust, Arden Jewell Stephens Trust, Carol Stephens, W.R. Stephens, Jr. Revocable Trust, Pamela D. Stephens Trust One, MAM International Holdings, Inc., Ray Gash IRA, Ray Gash Conn's 2004 Trust, Craig Dobbs Campbell, Jr. 1992 Trust, Susan Stephens Campbell 1992 Trust, Elizabeth Chisum Campbell 1992 Trust, Coral Two Corporation, Linda M. Gash Conn's 2004 Trust, Francine, Inc., and C. Ray Gash. As a result, such reporting persons have ceased to be members of the reporting group.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

1. Agreement to File Joint Schedule 13D
 2. Consent to Voting Trust Agreement by WRS Family Trust dated 12/13/99
 3. Consent to Voting Trust Agreement by WRS Family Trust dated 05/03/99
 4. Consent to Voting Trust Agreement by WRS Jr. Trust under Art 4 of the PDS Trust UID Sept. 5, 1996
 5. Consent to Voting Trust Agreement by ESC Family Trust dated 12/13/99
 6. Consent to Voting Trust Agreement by ESC Family Trust dated 05/03/99
 7. Consent to Voting Trust Agreement by Elizabeth S. Campbell Revocable Trust
 8. Consent to Voting Trust Agreement by ESC Trust under Art. 4 of the PDS Trust UID Sept. 5, 1996
 9. Consent to Voting Trust Agreement by Bess C. Stephens Revocable Trust
 10. Consent to Voting Trust Agreement by Jackson T. Stephens Trust No. One
 11. Consent to Voting Trust Agreement by Warren A. Stephens Trust UID 9/30/87
 12. Consent to Voting Trust Agreement by Warren A. Stephens Trust No. One UA 3/11/1992
 13. Power of Attorney executed by SG-1890, LLC
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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.

February 1, 2008

Date

/s/ David A. Knight

David A. Knight, as attorney in fact for Conn's Voting Trust, SF Holding Corp., Stephens Inc., Jackson T. Stephens Trust No. One, Warren A. Stephens Trust, Warren A. Stephens Grantor Trust, Harriet C. Stephens Trust, Warren & Harriet Stephens Children's Trust, Warren Miles Amerine Stephens 95 Trust, Warren Miles Amerine Stephens Trust, John Calhoun Stephens 95 Trust, John Calhoun Stephens Trust, Laura Whitaker Stephens 95 Trust, Laura Whitaker Stephens Trust, Grandchild's Trust #2, Curtis F. Bradbury, Jr., Douglas H. Martin, Stephens Investment Partners 2000 LLC, Stephens Investment Partners 2001 LLC, and Stephens Investments Holdings LLC.

/s/ Ronald M. Clark

Ronald M. Clark, as attorney in fact for Bess C. Stephens Trust, W.R. Stephens, Jr. Children's Trust, W.R. Stephens, III Trust, Arden Jewell Stephens Trust, Carol M. Stephens, W.R. Stephens, Jr. Revocable Trust, Pamela D. Stephens Trust One, MAM International Holdings, Inc., Jon E.M. Jacoby, C. Ray Gash, IRA, C. Ray Gash, Francine, Inc., Coral Two Corporation, Craig Dobbs Campbell, Jr. 1992 Trust, Susan Stephens Campbell 1992 Trust, Elizabeth Chisum Campbell 1992 Trust, Ray Gash Conns 2004 Trust, Linda M. Gash Conns 2004 Trust, SG-1890, LLC, W.R. Stephens, Jr. and Elizabeth S. Campbell.