

COMSCORE, INC.
Form SC 13G
February 13, 2008

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

SCHEDULE 13G

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

COMSCORE, INC.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

20564W105

(CUSIP Number)

December 31, 2007

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

* 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 in 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).

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CUSIP No. 20564W105

- | | | |
|---|---|-------------------------------------|
| 1. | Names of Reporting Persons
Lehman Brothers Holdings Inc. | |
| | S.S. or I.R.S. Identification No. of Above Person | |
| | 13-3216325 | |
| 2. | Check the Appropriate Box if a Member of a Group (See Instructions) | |
| | (a) <input type="radio"/> | o |
| | (b) <input type="radio"/> | o |
| 3. | SEC Use Only | |
| 4. | Citizenship or Place of Organization
Delaware | |
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
1,699,157 |
| | 6. | Shared Voting Power
-0- |
| | 7. | Sole Dispositive Power
1,699,157 |
| | 8. | Shared Dispositive Power
-0- |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person
1,699,157 | |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/> | |
| 11. | Percent of Class Represented by Amount in Row (9)
6.1%(1) | |
| 12. | Type of Reporting Person (See Instructions)
HC/CO | |

(1) Based on 27,914,541 shares of common stock outstanding as of November 9, 2007, as reported in the 10-Q for the period ended September 30, 2007.

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CUSIP No. 20564W105

- | | | |
|---|---|-------------------------------------|
| 1. | Names of Reporting Persons
Lehman Brothers Inc. | |
| | S.S. or I.R.S. Identification No. of Above Person | |
| | 13-2518466 | |
| 2. | Check the Appropriate Box if a Member of a Group (See Instructions) | |
| | (a) <input type="radio"/> | o |
| | (b) <input type="radio"/> | o |
| 3. | SEC Use Only | |
| 4. | Citizenship or Place of Organization
Delaware | |
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
1,699,157 |
| | 6. | Shared Voting Power
-0- |
| | 7. | Sole Dispositive Power
1,699,157 |
| | 8. | Shared Dispositive Power
-0- |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person
1,699,157 | |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/> | |
| 11. | Percent of Class Represented by Amount in Row (9)
6.1%(1) | |
| 12. | Type of Reporting Person (See Instructions)
BD/CO | |

(1) Based on 27,914,541 shares of common stock outstanding as of November 9, 2007, as reported in the 10-Q for the period ended September 30, 2007.

CUSIP No. 20564W105

- | | | |
|---|---|-------------------------------------|
| 1. | Names of Reporting Persons
LB I Group Inc. | |
| | S.S. or I.R.S. Identification No. of Above Person | |
| | 13-2741778 | |
| 2. | Check the Appropriate Box if a Member of a Group (See Instructions) | |
| | (a) <input type="radio"/> | o |
| | (b) <input type="radio"/> | o |
| 3. | SEC Use Only | |
| 4. | Citizenship or Place of Organization
Delaware | |
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
1,699,157 |
| | 6. | Shared Voting Power
-0- |
| | 7. | Sole Dispositive Power
1,699,157 |
| | 8. | Shared Dispositive Power
-0- |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person
1,699,157 | |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/> | |
| 11. | Percent of Class Represented by Amount in Row (9)
6.1%(1) | |
| 12. | Type of Reporting Person (See Instructions)
CO | |

(1) Based on 27,914,541 shares of common stock outstanding as of November 9, 2007, as reported in the 10-Q for the period ended September 30, 2007.

CUSIP No. 20564W105

1. Names of Reporting Persons
Lehman Brothers Venture Capital Partners I, LP

 S.S. or I.R.S. Identification No. of Above Person
 13-4055760
 2. Check the Appropriate Box if a Member of a Group (See Instructions)
 - (a)
 - (b)
 3. SEC Use Only
 4. Citizenship or Place of Organization
Delaware
- | | | | |
|---|---|--|-----------------------------------|
| | 5. | | Sole Voting Power
335,837 |
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 6. | | Shared Voting Power
-0- |
| | 7. | | Sole Dispositive Power
335,837 |
| | 8. | | Shared Dispositive Power
-0- |
| | 9. | Aggregate Amount Beneficially Owned by Each Reporting Person | |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/> | | |
| 11. | Percent of Class Represented by Amount in Row (9)
1.2%(1) | | |
| 12. | Type of Reporting Person (See Instructions)
PN | | |

(1) Based on 27,914,541 shares of common stock outstanding as of November 9, 2007, as reported in the 10-Q for the period ended September 30, 2007.

CUSIP No. 20564W105

1. Names of Reporting Persons
 Lehman Brothers Venture Associates Inc

S.S. or I.R.S. Identification No. of Above Person
 13-4053690

2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a)
 (b)

3. SEC Use Only

4. Citizenship or Place of Organization
 Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power 616,092
	6.	Shared Voting Power -0-
	7.	Sole Dispositive Power 616,092
	8.	Shared Dispositive Power -0-

9. Aggregate Amount Beneficially Owned by Each Reporting Person
 616,092

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
 2.2%(1)

12. Type of Reporting Person (See Instructions)
 CO

(1) Based on 27,914,541 shares of common stock outstanding as of November 9, 2007, as reported in the 10-Q for the period ended September 30, 2007.

CUSIP No. 20564W105

1. Names of Reporting Persons
Lehman Brothers Venture Partners LP

 S.S. or I.R.S. Identification No. of Above Person
 13-4055753
2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)	<input type="radio"/>
(b)	<input type="radio"/>

3. SEC Use Only

4. Citizenship or Place of Organization
Delaware

	5.		Sole Voting Power 616,092
Number of Shares Beneficially Owned by Each Reporting Person With	6.		Shared Voting Power -0-
	7.		Sole Dispositive Power 616,092
	8.		Shared Dispositive Power -0-

9. Aggregate Amount Beneficially Owned by Each Reporting Person
616,092

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
2.2%(1)

12. Type of Reporting Person (See Instructions)
PN

(1) Based on 27,914,541 shares of common stock outstanding as of November 9, 2007, as reported in the 10-Q for the period ended September 30, 2007.

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Item 1.

- (a) Name of Issuer
Comscore, Inc
- (b) Address of Issuer's Principal Executive Offices
11465 Sunset Hills Road, Suite 200

Reston, VA 20190

Item 2.

- (a) Name of Person Filing
Lehman Brothers Holdings Inc.

Lehman Brothers Inc.

LB I Group Inc.

Lehman Brothers Venture Capital Partners I, LP

Lehman Brothers Venture Associates Inc.
- (b) Lehman Brothers Venture Partners LP
Address of Principal Business Office or, if none, Residence
Lehman Brothers Holdings Inc.

745 Seventh Avenue

New York, New York 10019

Lehman Brothers Inc.

745 Seventh Avenue

New York, New York 10019

LB I Group Inc.

399 Park Avenue

New York, New York 10022

Lehman Brothers Venture Capital Partners I, LP

399 Park Avenue

New York, New York 10022

Lehman Brothers Venture Associates Inc.

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745 Seventh Avenue

New York, New York 10019

Lehman Brothers Venture Partners LP

745 Seventh Avenue

New York, New York 10019

(c) Citizenship

Lehman Brothers Holdings Inc. (Holdings) is a corporation organized under the laws of the State of Delaware.

Lehman Brothers Inc. (LBI) is a corporation organized under the laws of the State of Delaware.

LB I Group Inc. (LB I Group) is a corporation organized under the laws of the State of Delaware.

Lehman Brothers Venture Capital Partners I, LP (LB Venture Capital) is a limited liability company formed under the laws of the State of Delaware.

Lehman Brothers Venture Associates Inc. (LB Venture Associates) is a corporation organized under the laws of the State of Delaware.

Lehman Brothers Venture Partners LP (LB Venture Partners) is a limited partnership formed under the laws of the State of Delaware.

- (d) Title of Class of Securities
Common Stock
- (e) C