STEVEN MADDEN, LTD. Form SC 13D/A August 12, 2005

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

SCHEDULE 13D (Rule 13d-101) (Amendment No. 8)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

Steven Madden Ltd.
---(Name of Issuer)

Common Stock, par value \$0.0001 per share
----(Title of Class of Securities)

556269108 -----(CUSIP Number)

Mr. James A. Mitarotonda c/o Barington Companies Equity Partners, L.P. 888 Seventh Avenue, 17th Floor New York, NY 10019 (212) 974-5700

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

August 10, 2005

(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 which 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: $|_|$.

SCHEDULE 13D

CUSIP No. 556269108

NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Barington Companies Equity Partners, L.P.

13-4088890

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

(a) [x]

(b) |_|

3)	SEC USE ONLY	,		
4)	SOURCE OF FU	INDS	WC	
5)	CHECK BOX IF		OF LEGAL PROCEEDINGS IS R	EQUIRED PURSUANT TO
6)		OR PLACE OF Delaware	ORGANIZATION	
NUMBE SHARE		7)	SOLE VOTING POWER 252,698	
	ICIALLY	8)	SHARED VOTING POWER none	
REPOR PERSO WITH		9)	SOLE DISPOSITIVE POWER 252,698	
VV I III		10)	SHARED DISPOSITIVE POWER none	
11)	AGGREGATE AM	OUNT BENEFI	CIALLY OWNED BY EACH REPOR 252,698	TING PERSON
12)	CHECK BOX IF	THE AGGREG	ATE AMOUNT IN ROW (11) EXC	LUDES CERTAIN SHARES
13)	PERCENT OF C	LASS REPRES	ENTED BY AMOUNT IN ROW (11 1.89%)
14)	TYPE OF REPC	RTING PERSO	N PN	
			SCHEDULE 13D	
CUSIP	No. 55626910	8		
1)		S. IDENTIFI	N CATION NO. OF ABOVE PERSON es Investors, LLC	13-412652
2)	CHECK THE AP	PROPRIATE B	OX IF A MEMBER OF A GROUP	(a) [x] (b) _
3)	SEC USE ONLY	•		
4)	SOURCE OF FU	INDS	00	
5)	CHECK BOX IF		OF LEGAL PROCEEDINGS IS R	EQUIRED PURSUANT TO

7) SOLE VOTING POWER

 $\begin{array}{c} {\tt CITIZENSHIP} \ \, {\tt OR} \ \, {\tt PLACE} \ \, {\tt OF} \ \, {\tt ORGANIZATION} \\ & {\tt Delaware} \end{array}$

6)

NUMBER SHARES			252,698
_	ICIALLY	8)	SHARED VOTING POWER
OWNED	BY		none
EACH REPORTING PERSON		9)	SOLE DISPOSITIVE POWER 252,698
WITH	-	10)	SHARED DISPOSITIVE POWER none
11)	AGGREGATE AM	OUNT BENEFI	CIALLY OWNED BY EACH REPORTING PERSON 252,698
12)	CHECK BOX IF	THE AGGREG	ATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
13)	PERCENT OF C	LASS REPRES	ENTED BY AMOUNT IN ROW (11) 1.89%
14)	TYPE OF REPO	RTING PERSO	N 00

SCHEDULE 13D

CUSIP No. 556269108

NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Barington Companies Offshore Fund, Ltd. (BVI)

2)	CHECK THE A	PPROPRIATE B	OX IF A MEMBER OF A GROUP (a) [x] (b) _
3)	SEC USE ONL	Y	
4)	SOURCE OF F	UNDS	WC
5)	CHECK BOX II		OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
6)	CITIZENSHIP	OR PLACE OF British Vir	ORGANIZATION gin Islands
NUMBE SHARE		7)	SOLE VOTING POWER 44,551
-	ICIALLY	8)	SHARED VOTING POWER none
REPORTING PERSON WITH		9)	SOLE DISPOSITIVE POWER 44,551
		10)	SHARED DISPOSITIVE POWER none

11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 44,551

	CHECK BOX IF	! IHE AGGRE	GATE AMOUN	I IN KOW	(11)	EXCLUDE	S CERTAIN	SHARES
13)	PERCENT OF C	CLASS REPRE		AMOUNT IN	ROW	(11)		
14)	TYPE OF REPO	ORTING PERSO	OO OO)				
			SCHE	DULE 13D				
CUSIE	P No. 55626910							
1)	NAME OF REPO S.S. OR I.R. Baring		ICATION NO		E PER	SON		20-032747(
2)	CHECK THE AF	PPROPRIATE 1	BOX IF A M	EMBER OF A	A GRO	UP	(a) [x] (b) _	
3)	SEC USE ONLY							
4)	SOURCE OF FU	JNDS	00					
5)	CHECK BOX IF	F DISCLOSURI	E OF LEGAL	PROCEEDIN	NGS I	S REQUI	RED PURSU	ANT TO
-,	ITEMS 2(d) C	DR 2(e)					_	
6)	ITEMS 2(d) C			TION			_	
6) NUMBE	CITIZENSHIP ER OF	OR PLACE OF	F ORGANIZA	TION ING POWER				
6) NUMBE SHARE BENEE	CITIZENSHIP ER OF ES FICIALLY	OR PLACE O	F ORGANIZA SOLE VOT 44,551		ΞR		_	
NUMBE SHARE BENEE OWNED EACH REPOR	CITIZENSHIP ER OF ES FICIALLY D BY RTING	OR PLACE OF Delaware	SOLE VOT 44,551 SHARED V	ING POWER				
NUMBE SHARE BENEE OWNED EACH REPOR	CITIZENSHIP ER OF ES FICIALLY D BY RTING	OR PLACE OF Delaware	SOLE VOT 44,551 SHARED V none SOLE DIS 44,551	ING POWER	POWER	ER	_	
NUMBE SHARE BENEE OWNED EACH REPOR	CITIZENSHIP ER OF ES FICIALLY D BY RTING	OR PLACE OF Delaware 7) 8) 9)	SOLE VOT 44,551 SHARED V none SOLE DIS 44,551 SHARED D none	ING POWER OTING POWE POSITIVE I	POWER E POW			
NUMBE SHARE BENEE OWNEI EACH REPOF PERSO WITH	CITIZENSHIP ER OF ES FICIALLY D BY RTING	OR PLACE OF Delaware 7) 8) 9) 10) MOUNT BENEF:	SOLE VOT 44,551 SHARED V none SOLE DIS 44,551 SHARED D none	ING POWER OTING POWE POSITIVE I ISPOSITIVE NED BY EAG, 551	POWER E POW	PORTING	PERSON	SHARES
NUMBE SHARE BENEE OWNEI EACH REPOF PERSO WITH	CITIZENSHIP ER OF ES FICIALLY D BY RTING DN AGGREGATE AM	OR PLACE OF Delaware 7) 8) 9) 10) MOUNT BENEF:	SOLE VOT 44,551 SHARED V none SOLE DIS 44,551 SHARED D none ICIALLY OW 44 GATE AMOUN	ING POWER OTING POWE POSITIVE I ISPOSITIVE NED BY EAC ,551 T IN ROW	POWER E POW CH RE	PORTING EXCLUDE:	PERSON S CERTAIN	SHARES

SCHEDULE 13D

CUSIP No. 556269108

1)	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Barington Capital Group, L.P. 13-					
2)	CHECK THE A	(a) [x] (b) _				
3)	SEC USE ONLY					
4)	SOURCE OF F	UNDS	00			
5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
6)	CITIZENSHIP	OR PLACE OF New York	ORGANIZATION			
NUMB:	ER OF	7)	SOLE VOTING POWER 297,249			
-	FICIALLY D BY	8)	SHARED VOTING POWER none			
	RTING ON	9)	SOLE DISPOSITIVE POWER 297,249			
WIIII		10)	SHARED DISPOSITIVE POWER none			
11)	AGGREGATE A	MOUNT BENEFI	CIALLY OWNED BY EACH REPORTI 297,249	ING PERSON		
12)	CHECK BOX I	F THE AGGREG	GATE AMOUNT IN ROW (11) EXCLU	JDES CERTAIN S	HARES	
13)	PERCENT OF	CLASS REPRES	EENTED BY AMOUNT IN ROW (11) 2.2%			
14)	TYPE OF REP	ORTING PERSO)N PN			

SCHEDULE 13D

CUSIP No. 556269108

1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON LNA Capital Corp.

13-3635168

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

 (a) [x]
 (b) |_|
- 3) SEC USE ONLY

4)	SOURCE OF FU	INDS	00			
5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
6)		OR PLACE OF Delaware	ORGANIZATION			
NUMBEI		7)	SOLE VOTING POWER 297,249			
-	ICIALLY	8)	SHARED VOTING POWER none			
EACH REPOR: PERSOI WITH		9)	SOLE DISPOSITIVE POWER 297,249			
WIIN		10)	SHARED DISPOSITIVE POWER none			
11)	AGGREGATE AM	MOUNT BENEFI	CIALLY OWNED BY EACH REPORTING PERSON 297,249			
12)	CHECK BOX IF	THE AGGREG	FATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13)	PERCENT OF C	LASS REPRES	ENTED BY AMOUNT IN ROW (11) 2.2%			
14)	TYPE OF REPO	PERSO	ON CO			
CUSIP	No. 55626910	18	SCHEDULE 13D			
1)			CATION NO. OF ABOVE PERSON			
2)	CHECK THE AP	PROPRIATE B	OX IF A MEMBER OF A GROUP (a) [x] (b) _			
3)	SEC USE ONLY	r ·				
4)	SOURCE OF FU	INDS	00			
5)	CHECK BOX IF		OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO			
6)	CITIZENSHIP	OR PLACE OF United State	ORGANIZATION			
NUMBEI SHARES		7)	SOLE VOTING POWER 297,249			
BENEF:	ICIALLY	8)	SHARED VOTING POWER none			
EACH						

WITH	TING N	9)	SOLE DISPOSITIVE 297,249	POWER	
		10)	SHARED DISPOSITIV	E POWER	
11)	AGGREGATE AM	MOUNT BENEFI	CIALLY OWNED BY EA	CH REPORTING PERSON	
12)	CHECK BOX IF	THE AGGREG	ATE AMOUNT IN ROW	(11) EXCLUDES CERTAI	
13)	PERCENT OF C	CLASS REPRES	ENTED BY AMOUNT IN 2.2%	ROW (11)	
14)	TYPE OF REPO	ORTING PERSO	IN		
			SCHEDULE 13D		
	No. 55626910				
1)	NAME OF REPO S.S. OR I.R. Parche	S. IDENTIFI	I CATION NO. OF ABOV	E PERSON	20-08706
2)	CHECK THE AF	PPROPRIATE B	X IF A MEMBER OF	A GROUP (a) [x] (b) _	
3)	SEC USE ONLY	ľ			
4)	SOURCE OF FU	JNDS	WC		
		F DISCLOSURE		NGS IS REQUIRED PURS	
5)	CHECK BOX IF	F DISCLOSURE DR 2(e)			
5) 6) NUMBER	CHECK BOX IF ITEMS 2(d) C CITIZENSHIP R OF	F DISCLOSURE DR 2(e) OR PLACE OF	OF LEGAL PROCEEDI		
5) NUMBER SHARES BENEF: OWNED	CHECK BOX IF ITEMS 2(d) C CITIZENSHIP R OF S ICIALLY	F DISCLOSURE DR 2(e) OR PLACE OF Delaware	OF LEGAL PROCEEDI ORGANIZATION SOLE VOTING POWER		
5) NUMBER SHARES BENEF: OWNED EACH REPORT PERSON	CHECK BOX IF ITEMS 2(d) C CITIZENSHIP R OF S ICIALLY BY TING	F DISCLOSURE DR 2(e) OR PLACE OF Delaware 7)	OF LEGAL PROCEEDI ORGANIZATION SOLE VOTING POWER 56,160 SHARED VOTING POW	I_	
5) NUMBER SHARES BENEF: OWNED EACH REPOR:	CHECK BOX IF ITEMS 2(d) C CITIZENSHIP R OF S ICIALLY BY TING	OR PLACE OF Delaware 7)	OF LEGAL PROCEEDI ORGANIZATION SOLE VOTING POWER 56,160 SHARED VOTING POW none SOLE DISPOSITIVE	_ ER POWER	
5) NUMBER SHARES BENEF: OWNED EACH REPORT PERSON	CHECK BOX IF ITEMS 2(d) C CITIZENSHIP R OF S ICIALLY BY TING	OR PLACE OF Delaware 7) 8) 9)	OF LEGAL PROCEEDI ORGANIZATION SOLE VOTING POWER 56,160 SHARED VOTING POW none SOLE DISPOSITIVE 56,160 SHARED DISPOSITIVE none	_ ER POWER	

0.4%

14)	TYPE OF REPO	ORTING PERS	ON					
			00					
			SCHEDULE 13D					
CUSIP	No. 55626910)8						
1)		NAME OF REPORTING PERSON						
			ICATION NO. OF ABOVE PERSON & Opportunity Fund, LLC		37-1484524			
2)	CHECK THE AF	PPROPRIATE	BOX IF A MEMBER OF A GROUP	(a) [x] (b) _				
3)	SEC USE ONLY	ľ						
4)	SOURCE OF FU	JNDS	WC					
5)	CHECK BOX IF		E OF LEGAL PROCEEDINGS IS REQ	UIRED PURSU	ANT TO			
6)	CITIZENSHIP	OR PLACE O	F ORGANIZATION					
		7)	SOLE VOTING POWER		 -			
NUMBE SHARE			294,837					
BENEF	ICIALLY	8)	SHARED VOTING POWER					
OWNED EACH	BY		none					
REPOR	TING	9)	SOLE DISPOSITIVE POWER					
PERSO WITH	N		294,837					
		10)	SHARED DISPOSITIVE POWER none					
11)	AGGREGATE AM	MOUNT BENEF	ICIALLY OWNED BY EACH REPORTI 294,837	NG PERSON				
12)	CHECK BOX IF	THE AGGRE	GATE AMOUNT IN ROW (11) EXCLU	DES CERTAIN	SHARES			
13)	PERCENT OF C	CLASS REPRE	SENTED BY AMOUNT IN ROW (11)					
14)	TYPE OF REPO	ORTING PERS	ON					
			00					

SCHEDULE 13D

CUSIP No. 556269108

1)	NAME OF REPO		ON CCATION NO. OF ABOVE PE	RSON	
		l Advisors,		1.001	37-1484525
2)	CHECK THE AP	PROPRIATE I	BOX IF A MEMBER OF A GR	OUP (a) [x] (b) _	
3)	SEC USE ONLY				
4)	SOURCE OF FU	INDS	00		
5)	CHECK BOX IF		OF LEGAL PROCEEDINGS		UANT TO
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANIZATION		
	ER OF	7)	SOLE VOTING POWER 350,997		
SHARE BENEE OWNED EACH	FICIALLY D BY	8)	SHARED VOTING POWER none		
	RTING	9)	SOLE DISPOSITIVE POWE 350,997	R	
MIIU		10)	SHARED DISPOSITIVE PO	WER	
11)	AGGREGATE AM	OUNT BENEF	CCIALLY OWNED BY EACH R 350,997	EPORTING PERSON	
12)	CHECK BOX IF	THE AGGRE	GATE AMOUNT IN ROW (11)	EXCLUDES CERTAI	N SHARES
13)	PERCENT OF C	LASS REPRES	SENTED BY AMOUNT IN ROW 2.63%	(11)	
14)	TYPE OF REPO	RTING PERSO	DN		
			00		
			SCHEDULE 13D		
CUSIE	P No. 55626910	8			
1)			CATION NO. OF ABOVE PE	RSON	13-3937658
2)	CHECK THE AP	PROPRIATE I	BOX IF A MEMBER OF A GR	OUP (a) [x] (b) _	
3)	SEC USE ONLY				
4)	SOURCE OF FU	INDS	00		
5)	CHECK BOX IF		OF LEGAL PROCEEDINGS	IS REQUIRED PURS	

6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANIZATION		
NUMB SHAR	ER OF	7)	SOLE VOTING POWER 350,997		
BENE	FICIALLY D BY	8)	SHARED VOTING POWER none		
	RTING ON	9)	SOLE DISPOSITIVE POWER 350,997		
		10)	SHARED DISPOSITIVE POWER none		
11)	AGGREGATE AI	MOUNT BENEFI	CIALLY OWNED BY EACH REPORTIN 350,997	NG PERSON	
12)	CHECK BOX I	F THE AGGREG	ATE AMOUNT IN ROW (11) EXCLUI	DES CERTAIN	SHARES
13)	PERCENT OF	CLASS REPRES	ENTED BY AMOUNT IN ROW (11) 2.63%		
14)	TYPE OF REP	ORTING PERSO	N IA, OO		
CUSI	P No. 5562691	08	SCHEDULE 13D		
1)			N CATION NO. OF ABOVE PERSON		13-394679
2)	CHECK THE A	PPROPRIATE B	OX IF A MEMBER OF A GROUP	(a) [x] (b) _	
3)	SEC USE ONL	Y			
4)	SOURCE OF F	UNDS	00		
5)	CHECK BOX II		OF LEGAL PROCEEDINGS IS REQU	JIRED PURSU	
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANIZATION		
NUMB SHAR	SER OF	7)	SOLE VOTING POWER 350,997		
BENE	FICIALLY D BY	8)	SHARED VOTING POWER none		
PEDO	DELIA.		001 - 0100001 - 100		

SOLE DISPOSITIVE POWER

350,997

REPORTING

PERSON

WITH

9)

10) SHARED DISPOSITIVE POWER none

11)	AGGREGATE AI	MOUNT BENEFI	CIALLY OWNED BY EACH REPORTING PERSON		
			350,997		
12)	CHECK BOX II	THE AGGREG	SATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
L3)	PERCENT OF	CLASS REPRES	SENTED BY AMOUNT IN ROW (11) 2.63%		
14)	TYPE OF REPO	DRTING PERSC	NO 00		
			SCHEDULE 13D		
CUSIP	No. 5562691)8 			
L)			ON CATION NO. OF ABOVE PERSON		
2)	CHECK THE AI	PPROPRIATE E	OX IF A MEMBER OF A GROUP (a) [x] (b) _		
3)	SEC USE ONL	Y			
1)	SOURCE OF FU	JNDS	00		
5)	CHECK BOX II		OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
6)	CITIZENSHIP	OR PLACE OF United Stat	ORGANIZATION ses		
NUMBEF		7)	SOLE VOTING POWER none		
	ICIALLY	8)	SHARED VOTING POWER 350,997		
REPORT PERSON WITH		9)	SOLE DISPOSITIVE POWER none		
		10)	SHARED DISPOSITIVE POWER 350,997		
11)	AGGREGATE A	MOUNT BENEFI	CIALLY OWNED BY EACH REPORTING PERSON 350,997		
12)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES				
13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.63%				
14)	TYPE OF REPO	ORTING PERSC	N		

ΙN

SCHEDULE 13D

CUSIP No. 556269108

- NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Morgan B. Stark
- (a) [x] 2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (b) |_| SEC USE ONLY 4) SOURCE OF FUNDS 5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) 6) CITIZENSHIP OR PLACE OF ORGANIZATION United States 7) SOLE VOTING POWER NUMBER OF none SHARES 8) SHARED VOTING POWER BENEFICIALLY OWNED BY 350,997 EACH REPORTING 9) SOLE DISPOSITIVE POWER PERSON none WITH 10) SHARED DISPOSITIVE POWER 350,997 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 350,997 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 1_1 13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.63% 14) TYPE OF REPORTING PERSON

SCHEDULE 13D

IN

CUSIP No. 556269108

1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Jeffrey M. Solomon

2)	CHECK THE A	PPROPRIATE E	OX IF A MEMBER OF A GR	OUP	(a) [x] (b) _
3)	SEC USE ONL	Y			
4)	SOURCE OF F	UNDS	00		
5)	CHECK BOX I		OF LEGAL PROCEEDINGS	IS REQUI	RED PURSUANT TO
6)	CITIZENSHIP	OR PLACE OF United Stat	ORGANIZATION es		
NUMBE:		7)	SOLE VOTING POWER none		
BENEF OWNED EACH	ICIALLY BY	8)	SHARED VOTING POWER 350,997		
REPOR PERSO: WITH	-	9)	SOLE DISPOSITIVE POWE none	R	
		10)	SHARED DISPOSITIVE PO 350,997	WER	
11)	AGGREGATE A	MOUNT BENEFI	CIALLY OWNED BY EACH R 350,997	EPORTING	PERSON
12)	CHECK BOX I	F THE AGGREG	TATE AMOUNT IN ROW (11)	EXCLUDE	S CERTAIN SHARES
13)	PERCENT OF	CLASS REPRES	ENTED BY AMOUNT IN ROW 2.63%	(11)	
14)	TYPE OF REP	ORTING PERSO)N IN		
			SCHEDULE 13D		
CUSIP	No. 5562691	08			
1)			CATION NO. OF ABOVE PE	RSON	
2)	CHECK THE A	PPROPRIATE E	OX IF A MEMBER OF A GR	OUP	(a) [x] (b) _
3)	SEC USE ONL	Y			
4)	SOURCE OF F	UNDS	00		
5)	CHECK BOX I		OF LEGAL PROCEEDINGS	IS REQUI	RED PURSUANT TO
6)	CITIZENSHIP	OR PLACE OF United Stat	ORGANIZATION		

		7)	SOLE VOTING POWER
NUMBE			none
SHARE			ANADED MORTHS DOUBD
OWNED	'ICIALLY	8)	SHARED VOTING POWER 350,997
EACH) DI		330, 991
REPOR	RTING	9)	SOLE DISPOSITIVE POWER
PERSO	N		none
WITH			
		10)	SHARED DISPOSITIVE POWER
			350,997
11)	AGGREGATE AM	OUNT BENEFT	CIALLY OWNED BY EACH REPORTING PERSON
,			350,997
12)	CHECK BOX IF	THE AGGREG	ATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
			_
13)	DERCENT OF C	TASS PEDDES	ENTED BY AMOUNT IN ROW (11)
13)	I LIKCLINI OI C	CENTIEN COAL.	2.63%
14)	TYPE OF REPO	RTING PERSO	N
			IN

SCHEDULE 13D

CUSIP No. 556269108

1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

20-0133443

	RJG C	apital Partn	ers, LP				20	-0133443
2)	CHECK THE A	PPROPRIATE B	OX IF A M	EMBER OF A G	ROUP	(a)) [x]	
3)	SEC USE ONL	Y						
4)	SOURCE OF F	UNDS	WC					
5)	CHECK BOX I		OF LEGAL	PROCEEDINGS	IS	REQUIRED	PURSUANT	TO
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANIZA	TION				
NUMBE SHARE		7)	SOLE VOT	ING POWER				
-	CIALLY	8)	SHARED V	OTING POWER				
REPOR PERSO WITH		9)	SOLE DIS 5,700	POSITIVE POW	ER			
		10)	SHARED D	ISPOSITIVE P	OWER			

11)	AGGREGATE AM	OUNT BENEFIC	CIALLY OWNED B'	Y EACH RI	EPORTING	PERSON	
12)	CHECK BOX IF	THE AGGREGA	ATE AMOUNT IN 1	ROW (11)		CERTAIN	SHARES
13)	PERCENT OF C	LASS REPRESE	ENTED BY AMOUN' 0.043%	I IN ROW	(11)		
14)	TYPE OF REPO	PRTING PERSON	БИ				
			SCHEDULE :	13D			
CUSIP	No. 55626910	18					
1)			CATION NO. OF A	ABOVE PEI	RSON		20-0027325
2)	CHECK THE AP	PROPRIATE BO	OX IF A MEMBER	OF A GRO	OUP	(a) [x] (b) _	
3)	SEC USE ONLY						
4)	SOURCE OF FU	INDS	00				
5)	CHECK BOX IF		OF LEGAL PROC	EEDINGS :	IS REQUIR	ED PURSU	ANT TO
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANIZATION				
NUMBE:		7)	SOLE VOTING PO	OWER			
	ICIALLY	8)	SHARED VOTING none	POWER			
REPOR PERSO: WITH		9)	SOLE DISPOSIT	IVE POWE	3		
		10)	SHARED DISPOS	ITIVE PO	WER		
11)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 5,700						
12)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES						SHARES
13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.043%						
14)	TYPE OF REPO	PERSON	00				

SCHEDULE 13D

CUSIP No. 556269108

1)	NAME	OF	REPORT	ING PERSON				
	S.S.	OR	I.R.S.	IDENTIFICATION	NO.	OF	ABOVE	PERSON
		Ro	onald Gi	coss				

	Ronald	Gross	
2)	CHECK THE AP	PROPRIATE B	OX IF A MEMBER OF A GROUP (a) [x] (b) _
3)	SEC USE ONLY		
4)	SOURCE OF FU	NDS	00
5)	CHECK BOX IF		OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
6)		OR PLACE OF United Stat	ORGANIZATION es
NUMBE SHARE		7)	SOLE VOTING POWER 5,700
-	ICIALLY	8)	SHARED VOTING POWER none
REPOR PERSO WITH	_	9)	SOLE DISPOSITIVE POWER 5,700
		10)	SHARED DISPOSITIVE POWER none
11)	AGGREGATE AM	OUNT BENEFI	CIALLY OWNED BY EACH REPORTING PERSON 5,700
12)	CHECK BOX IF	THE AGGREG	ATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
13)	PERCENT OF C	LASS REPRES	ENTED BY AMOUNT IN ROW (11) 0.043%
14)	TYPE OF REPO	RTING PERSO	N IN

This Amendment No. 8 amends and supplements the Schedule 13D filed with the Securities and Exchange Commission on July 30, 2004, as amended by that certain Amendment No. 1 filed on November 12, 2004, that certain Amendment No. 2 filed on November 18, 2004, that certain Amendment No. 3 filed on December 13, 2004, that certain Amendment No. 4 filed on December 20, 2004, that certain Amendment No. 5 filed on January 3, 2005, that certain Amendment No. 6 filed on February 3, 2005 and that certain Amendment No. 7 filed on July 22, 2005 (together, the "Statement"), by and on behalf of Barington Companies Equity Partners, L.P., Barington Companies Investors, LLC, Barington Companies Offshore Fund, Ltd. (BVI), Barington Companies Advisors, LLC, Barington Capital Group, L.P., LNA Capital Corp., James Mitarotonda, Parche, LLC, Starboard Value &

Opportunity Fund, LLC, Admiral Advisors, LLC, Ramius Capital Group, LLC, C4S & Co., LLC, Peter A. Cohen, Morgan B. Stark, Jeffrey M. Solomon, Thomas W. Strauss, RJG Capital Partners, L.P., RJG Capital Management, LLC, and Ronald Gross (each, a "Reporting Entity" and, collectively, the "Reporting Entities") with respect to the common stock, par value \$0.0001 per share, of Steven Madden, Ltd., a Delaware corporation (the "Company"). The principal executive offices of the Company are located at 52-16 Barnett Avenue, Long Island City, New York 11104.

Item 2. Identity and Background.

The second paragraph of Item 2(a)-(c) of the Statement is hereby amended and restated as follows:

As of the date of this filing, the Reporting Entities are the beneficial owners of, in the aggregate, 653,946 shares of Common Stock, representing approximately 4.89% of the shares of Common Stock presently outstanding.

Item 5. Interest in Securities of the Issuer.

Items 5(a) - (c) of the Statement are hereby amended and restated as follows:

(a) As of the date hereof, Barington Companies Equity Partners, L.P. beneficially owns an aggregate of 252,698 shares of Common Stock, representing approximately 1.89% of the shares of Common Stock presently outstanding based upon the 13,359,567 shares of Common Stock reported by the Company to be issued and outstanding as of August 3, 2005 in its Form 10-Q filed with the Securities and Exchange Commission on August 8, 2005 (the "Issued and Outstanding Shares"). As the general partner of Barington Companies Equity Partners, L.P., Barington Companies Investors, LLC may be deemed to beneficially own the 252,698 shares of Common Stock owned by Barington Companies Equity Partners, L.P.

As of the date hereof, Barington Companies Offshore Fund, Ltd. (BVI) beneficially owns 44,551 shares of Common Stock, constituting approximately 0.33% of the Issued and Outstanding Shares. As the investment advisor to Barington Companies Offshore Fund, Ltd. (BVI),

Barington Companies Advisors, LLC may be deemed to beneficially own the 44,551shares of Common Stock owned by Barington Companies Offshore Fund, Ltd. (BVI), constituting approximately 0.33% of the Issued and Outstanding Shares. As the Managing Member of Barington Companies Advisors, LLC, Barington Capital Group, L.P. may be deemed to beneficially own the 44,551 shares of Common Stock owned by Barington Companies Offshore Fund, Ltd. (BVI). As the majority member of Barington Companies Investors, LLC, Barington Capital Group, L.P. may also be deemed to beneficially own the 252,698 shares of Common Stock owned by Barington Companies Equity Partners, L.P., representing an aggregate of 297,249 shares, constituting approximately 2.2% of the Issued and Outstanding Shares. As the general partner of Barington Capital Group, L.P., LNA Capital Corp. may be deemed to beneficially own the 252,698 shares owned by Barington Companies Equity Partners, L.P. and the 44,551 shares owned by Barington Companies Offshore Fund, Ltd. (BVI), representing an aggregate of 297,249 shares, constituting approximately 2.2% of the Issued and Outstanding Shares. As the sole stockholder and director of LNA Capital Corp., Mr. Mitarotonda may be deemed to beneficially own the 252,698 shares owned by Barington Companies Equity Partners, L.P. and the 44,551 shares owned by Barington Companies Offshore Fund, Ltd. (BVI), representing an aggregate of 297,249 shares, constituting approximately 2.2% of the Issued and Outstanding Shares. Mr.

Mitarotonda has sole voting and dispositive power with respect to the 252,698 shares owned by Barington Companies Equity Partners, L.P. and the 44,551 shares owned by Barington Companies Offshore Fund, Ltd. (BVI) by virtue of his authority to vote and dispose of such shares. Mr. Mitarotonda disclaims beneficial ownership of any such shares except to the extent of his pecuniary interest therein.

As of the date hereof, each of Parche, LLC and Starboard Value & Opportunity Fund, LLC beneficially own 56,160 shares and 294,837 shares of Common Stock, respectively, constituting approximately 0.4% and 2.2%, respectively, of the Issued and Outstanding Shares. As the Managing Member of each of Parche, LLC and Starboard Value & Opportunity Fund, LLC, Admiral Advisors, LLC may be deemed to beneficially own the 56,160 shares and the 294,837 shares, respectively, of Common Stock owned by Parche, LLC and Starboard Value & Opportunity Fund, LLC, representing an aggregate of 350,997 shares, constituting approximately 2.63% of the Issued and Outstanding Shares. As the sole member of Admiral Advisors, LLC, Ramius Capital Group, LLC may be deemed to beneficially own the 56,160 shares and the 294,837 shares of Common Stock owned by Parche, LLC and Starboard Value & Opportunity Fund, LLC, respectively, representing an aggregate of 350,997 shares, constituting approximately 2.63% of the Issued and Outstanding Shares. As the Managing Member of Ramius Capital Group, LLC, C4S & Co., LLC may be deemed to beneficially own the 56,160 shares and the 294,837 shares of Common Stock owned by Parche, LLC and Starboard Value & Opportunity Fund, LLC, respectively, representing an aggregate of 350,997shares, constituting approximately 2.63% of the Issued and Outstanding Shares. As the Managing Members of C4S & Co., LLC, each of Peter A. Cohen, Morgan B. Stark, Jeffrey M. Solomon and Thomas W. Strauss may be deemed to beneficially own the 56,160 shares and the 294,837 shares of Common Stock owned by Parche, LLC and Starboard Value & Opportunity Fund, LLC, respectively, representing an aggregate of 350,997 shares, constituting approximately 2.63% of the Issued and Outstanding Shares. Each of Messrs. Cohen, Stark, Solomon and Strauss share voting and dispositive power with respect to the 56,160 shares and the 294,837 shares, owned by Parche, LLC and Starboard Value & Opportunity Fund, LLC, respectively, by virtue of their shared authority to vote and dispose of such shares. Messrs. Cohen, Stark, Solomon and Strauss disclaim beneficial ownership of such shares.

As of the date hereof, RJG Capital Partners, L.P. beneficially owns 5,700 shares of Common Stock, constituting approximately 0.043% of the Issued and Outstanding Shares. As the general partner of RJG Capital Partners, L.P., RJG Capital Management, LLC may be deemed to beneficially own the 5,700 shares owned by RJG Capital Partners, L.P., constituting approximately 0.043% of the Issued and Outstanding Shares. As the managing member of RJG Capital Management, LLC, which in turn is the general partner of RJG Capital Partners, L.P., Mr. Gross may be deemed to beneficially own the 5,700 shares owned by RJG Capital Partners, L.P., constituting approximately 0.043% of the Issued and Outstanding Shares. Mr. Gross has sole voting and dispositive power with respect to the 5,700 shares owned by RJG Capital Partners, L.P. by virtue of his authority to vote and dispose of such shares. Mr. Gross disclaims beneficial ownership of any such shares except to the extent of his pecuniary interest therein.

The Reporting Entities do not believe that certain of the foregoing information is called for by the Items of Schedule 13D and are disclosing it for supplemental informational purposes only. Information with respect to each of the Reporting Entities is given solely by such Reporting Entity and no Reporting Entity shall have responsibility for the accuracy or completeness of information supplied by another Reporting Entity.

With the filing of this Amendment No. 8, the Reporting Entities cease to be subject to beneficial ownership filing requirements under Section 13 of the

Securities Exchange Act of 1934, as amended, as their beneficial ownership of Common Stock is now below 5%.

- (b) Each of the Reporting Entities may be deemed to have sole voting and dispositive power over the shares of Common Stock reported as beneficially owned by such person by virtue of its respective positions as described in paragraph (a), with the exception of Messrs. Cohen, Stark, Solomon and Strauss, who have shared authority to vote and dispose of the shares reported as beneficially owned by them. Messrs. Cohen, Stark, Solomon and Strauss disclaim beneficial ownership of such shares. With the exception of Messrs. Cohen, Stark, Solomon and Strauss, each of the other Reporting Entities may be deemed to have sole voting and dispositive power with respect to the shares each reports as beneficially owned by such person, regardless of the fact that multiple Reporting Entities within the same chain of ownership report sole voting and dispositive power with respect to such shares. Each such Reporting Entity reports sole voting and dispositive power with respect to such shares based on such person's relationship to the other Reporting Entities within the same chain of ownership.
- (c) No person identified in Item 2 hereof has effected any transaction in shares of such Common Stock since the filing of the Statement, except to the extent disclosed on the Schedule attached hereto.

SIGNATURES

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

Dated: August 11, 2005

BARINGTON COMPANIES EQUITY PARTNERS, L.P. By: Barington Companies Investors, LLC, its general partner

By: /s/ James A. Mitarotonda

Name: James A. Mitarotonda Title: Managing Member

BARINGTON COMPANIES INVESTORS, LLC

By: /s/ James A. Mitarotonda

Name: James A. Mitarotonda Title: Managing Member

/s/ James A. Mitarotonda

James A. Mitarotonda

BARINGTON COMPANIES OFFSHORE FUND, LTD. (BVI)

By: /s/ James A. Mitarotonda _____ Name: James A. Mitarotonda Title: President BARINGTON COMPANIES ADVISORS, LLC By: /s/ James A. Mitarotonda _____ Name: James A. Mitarotonda Title: Authorized Signatory BARINGTON CAPITAL GROUP, L.P. By: LNA Capital Corp., its general partner By: /s/ James A. Mitarotonda _____ Name: James A. Mitarotonda Title: President and CEO LNA CAPITAL CORP. By: /s/ James A. Mitarotonda Name: James A. Mitarotonda Title: President and CEO PARCHE, LLC By: Admiral Advisors, LLC, its managing member By: /s/ Jeffrey M. Solomon Name: Jeffrey M. Solomon Title: Authorized Signatory STARBOARD VALUE & OPPORTUNITY FUND, LLC By: Admiral Advisors, LLC, its managing member By: /s/ Jeffrey M. Solomon

Name: Jeffrey M. Solomon Title: Authorized Signatory

ADMIRAL ADVISORS, LLC

By: Ramius Capital Group, LLC, its sole member

By: /s/ Jeffrey M. Solomon _____ Name: Jeffrey M. Solomon Title: Authorized Signatory RAMIUS CAPITAL GROUP, LLC By: C4S & Co., LLC, its Managing Member By: /s/ Jeffrey M. Solomon _____ Name: Jeffrey M. Solomon Title: Managing Member C4S & CO., LLC By: /s/ Jeffrey M. Solomon _____ Name: Jeffrey M. Solomon Title: Managing Member /s/ Jeffrey M. Solomon _____ Jeffrey M. Solomon, individually and as attorney-in-fact for Peter A. Cohen, Morgan B. Stark, and Thomas W. Strauss RJG CAPITAL PARTNERS, L.P. By: RJG Capital Management, LLC, its general partner By: /s/ Ronald J. Gross Name: Ronald J. Gross Title: Managing Member RJG CAPITAL MANAGEMENT, LLC By: /s/ Ronald J. Gross _____ Name: Ronald J. Gross Title: Managing Member

/s/ Ronald J. Gross -----

Ronald J. Gross

SCHEDULE

This schedule sets forth information with respect to each transaction of

Common Stock which was effectuated by a Reporting Entity since the filing of the statement. All transactions were effectuated in the open market through a broker.

Shares sold by Barington Companies Equity Partners, L.P.

	Number of		
Date	Shares	Price Per Share	Proceeds(1)
8/10/2005	(5,989)	24.1091	\$ 144,389.40

(1) Excludes commissions and other execution-related costs.

Shares sold by Barington Companies Offshore Fund, Ltd.

	Number of		
Date	Shares	Price Per Share	Proceeds(2)
8/10/2005	(1,060)	24.1091	\$ 25,555.65

(2) Excludes commissions and other execution-related costs.

Shares transacted by Parche, LLC

Date	Number of Shares	Price Per Share	Proceeds(3)
8/10/2005	(1,336)	24.1091	\$ 32,209.76

(3) Excludes commissions and other execution-related costs.

Shares transacted by Starboard Value & Opportunity Fund, LLC

	Number of		
Date	Shares	Price Per Share	Proceeds(4)
8/10/2005	(7,015)	24.1091	\$ 169,125.34

(4) Excludes commissions and other execution-related costs.