

BENTLEY PHARMACEUTICALS INC

Form SC 13G/A

February 10, 2006

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

SCHEDULE 13G

**Under the Securities Exchange Act of 1934
(Amendment No. 1)***

Bentley Pharamaceuticals
(Name of Issuer)
Common Stock
(Title of Class of Securities)
082657107
(CUSIP Number)
(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).

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

CUSIP No. 082657107

Page 2 of 4 Pages

NAMES OF REPORTING PERSONS:

1 Luther King Capital Management Corporation
301 Commerce Street, Suite 1600
Fort Worth, TX 76102

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

75-0163033

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

2 Shares are also owned in accounts for the benefit of Luther King Capital (a) o
Management employees (b) p

SEC USE ONLY:

3

CITIZENSHIP OR PLACE OF ORGANIZATION:

4

Fort Worth, Texas

SOLE VOTING POWER:

5
NUMBER OF 1,161,800 Luther King Capital Management
2,000 Jim Kerrigan
3,000 Alan Marshall

SHARED VOTING POWER:
6
SHARES BENEFICIALLY OWNED BY

SOLE DISPOSITIVE POWER:

7
EACH REPORTING PERSON 1,161,800 Luther King Capital Management
2,000 Jim Kerrigan
3,000 Alan Marshall

SHARED DISPOSITIVE POWER:
8
WITH:

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

9

1,166,800

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

10

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

11

5.3%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

12

IA

CUSIP No. 082657107

Page 3 of 4 Pages

Item 1. (a) Name of Issuer:
Bentley Pharmaceuticals

(b) Address of Issuer's Principal Executive Offices:
2 Holland Way, Bentley Park
Exeter, NH 03833

Item 2. (a) Name of Person Filing:
Luther King Capital Management Corporation

(b) Address of Principal Business Office, or if None, Residence:
301 Commerce Street, Suite 1600
Fort Worth, TX 76102

(c) Citizenship:
Fort Worth, Texas USA

(d) Title of Class of Securities:
Common Stock

(e) CUSIP Number:
082657107

Item 3. Luther King is an Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940

Item 4. (a) Amount Beneficially Owned:
1,166,800

(b) Percent of Class:
5.3%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote
1,166,800

(ii) shared power to vote or to direct the vote

(iii) sole power to dispose or to direct the disposition of
1,166,800

(iv) shared power to dispose or to direct the disposition of

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: o

Item 6. Ownership of More than Five Percent on Behalf of Another Person

CUSIP No. 082657107

Page 4 of 4 Pages

Item 7. Identification and Classification of the Subsidiary which Acquired the Security being Reported on by the Parent Holding Company

Item 8. Identification and Classification of Members of the Group

Item 9. Notice of Dissolution of Group

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

Signature

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

Date: February 9, 2006

Signature: /s/ J. Luther King, Jr.

Name/Title: President