UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 SCHEDULE 13D (Amendment No. 4) Under the Securities Exchange Act of 1934 NU SKIN ENTERPRISES, INC. (Name of Issuer) Class A Common Stock, Par Value \$.001 Per Share (Title of Class of Securities) 67018T105 _ _ _ _ _ _ _ . (CUSIP Number) Gregory D. Hitchan Blum Capital Partners, L.P. 909 Montgomery Street, Suite 400 San Francisco, CA 94133 (415) 434-1111 _ _ _ _ _ _ _ _ _ _ _ . (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications) December 5, 2006 - - - - - - - - - -(Date of Event which Requires Filing of this Statement) If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Section 240.13d-1(e),240.13d-1(f) or 240.13d-1(g), check the following box []. Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Section 240.13d-7 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 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

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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).

| | 67018T105 | SCHEDULE 13D | | Page 2 of 12 |
|----------|-----------------------|-----------------------|------------|--------------------|
| | OF REPORTING PERSON | | | PARTNERS, L.P. |
| S.S. (| OR I.R.S. IDENTIFICAT | ION NO. OF ABOVE PERS | ON | 94-3205364 |
| | | IF A MEMBER OF A GRO | - | (a) [x] (b) [x] |
| 3. SEC U | JSE ONLY | | | |
| 4. SOUR | CE OF FUNDS* | | | See Item 3 |
| 5. CHECH | | F LEGAL PROCEEDINGS I | S REQUIRED | [] |
| | ZENSHIP OR PLACE OF O | | | California |
| | | OTING POWER | | - 0 - |
| NUMBER | 0F | | | |

| SHARES BENEFICIALLY OWNED BY EACH DEDSON WITH | 8. SHARED VOTING POWER9. SOLE DISPOSITIVE POWER | |
|--|--|--------------------|
| PERSON WITH | 9. SOLE DISPOSITIVE FOWER | - 0 - |
| | 10. SHARED DISPOSITIVE POWER | 6,762,710** |
| | UNT BENEFICIALLY OWNED BY EACH REPORTING PE | |
| CERTAIN SHARES | THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES S | [] |
| | ASS REPRESENTED BY AMOUNT IN ROW (11) | 9.9%** |
| 14. TYPE OF REPOR | TING PERSON | PN, IA |
| ** See Item 5 | | |
| | *SEE INSTRUCTIONS BEFORE FILLING OUT! | |
| CUSIP NO. 67018T10 | 5 SCHEDULE 13D | Page 3 of 12 |
| 1. NAME OF REPOR | TING PERSON RICHARD C. BLUM & | ASSOCIATES, INC. |
| S.S. OR I.R.S. | IDENTIFICATION NO. OF ABOVE PERSON | 94-2967812 |
| | ROPRIATE BOX IF A MEMBER OF A GROUP* | (a) [x] (b) [x] |
| 3. SEC USE ONLY | | |
| 4. SOURCE OF FUNI | | See Item 3 |
| 5. CHECK BOX IF I | DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED TEMS 2(d) or 2(e) | Г 1 |
| 6. CITIZENSHIP OF | R PLACE OF ORGANIZATION | California |
| | 7. SOLE VOTING POWER | - 0 - |
| SHARES BENEFICIALLY | 8. SHARED VOTING POWER | 6,762,710** |
| OWNED BY EACH PERSON WITH | 9. SOLE DISPOSITIVE POWER | - 0 - |
| | 10. SHARED DISPOSITIVE POWER | 6,762,710** |
| 11. AGGREGATE AMOU | UNT BENEFICIALLY OWNED BY EACH REPORTING PE | RSON 6,762,710** |
| 12. CHECK BOX IF ⁻ CERTAIN SHARES | THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES S | [] |
| 13. PERCENT OF CLA | ASS REPRESENTED BY AMOUNT IN ROW (11) | 9.9%** |
| 14. TYPE OF REPOR | | CO |
| ** See Item 5 | | |

*SEE INSTRUCTIONS BEFORE FILLING OUT!

| | RTING PERSON BLUM STRATEGIC | GP III, L.L.C. |
|---|--|---|
| S.S. OR I.R.S. | IDENTIFICATION NO. OF ABOVE PERSON | 04-3809436 |
| | PROPRIATE BOX IF A MEMBER OF A GROUP* | (a) [x] (b) [x] |
| 3. SEC USE ONLY | | |
| 4. SOURCE OF FUN | IDS* | See Item 3 |
| 5. CHECK BOX IF | DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED TEMS 2(d) or 2(e) | F 7 |
| 6. CITIZENSHIP C | OR PLACE OF ORGANIZATION | Delaware |
| | 7. SOLE VOTING POWER | - 0 - |
| SHARES BENEFICIALLY | | 6,762,710** |
| OWNED BY EACH PERSON WITH | 9. SOLE DISPOSITIVE POWER | -0- |
| | 10. SHARED DISPOSITIVE POWER | 6,762,710** |
| 11. AGGREGATE AMOL | INT BENEFICIALLY OWNED BY EACH REPORTING PERS | |
| 12. CHECK BOX IF CERTAIN SHARE | | [] |
| 13. PERCENT OF CL | ASS REPRESENTED BY AMOUNT IN ROW (11) | 9.9%** |
| 14. TYPE OF REPOR | RTING PERSON 00 (Limited Lia | |
| ** See Item 5 | | |
| | *SEE INSTRUCTIONS BEFORE FILLING OUT! | |
| | 05 SCHEDULE 13D | Page 5 of 12 |
| | | |
| I. NAME OF REPOR | RTING PERSON BLUM STRATEG | |
| | TING PERSON BLUM STRATEG: IDENTIFICATION NO. OF ABOVE PERSON | IC GP III, L.P. 02-0742606 |
| S.S. OR I.R.S. 2. CHECK THE APF | RTING PERSON BLUM STRATEG: IDENTIFICATION NO. OF ABOVE PERSON PROPRIATE BOX IF A MEMBER OF A GROUP* | IC GP III, L.P. 02-0742606 (a) [x] (b) [x] |
| S.S. OR I.R.S. 2. CHECK THE APF | RTING PERSON BLUM STRATEG | IC GP III, L.P. 02-0742606 (a) [x] (b) [x] |
| S.S. OR I.R.S. 2. CHECK THE APF 3. SEC USE ONLY | RTING PERSON BLUM STRATEG | IC GP III, L.P. 02-0742606 (a) [x] (b) [x] |
| S.S. OR I.R.S. 2. CHECK THE APF 3. SEC USE ONLY 4. SOURCE OF FUN 5. CHECK BOX IF | RTING PERSON BLUM STRATEG IDENTIFICATION NO. OF ABOVE PERSON PROPRIATE BOX IF A MEMBER OF A GROUP* NDS* DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED | IC GP III, L.P. 02-0742606 (a) [x] (b) [x] See Item 3 |
| S.S. OR I.R.S. 2. CHECK THE APF 3. SEC USE ONLY 4. SOURCE OF FUN 5. CHECK BOX IF PURSUANT TO I | RTING PERSON BLUM STRATEG IDENTIFICATION NO. OF ABOVE PERSON PROPRIATE BOX IF A MEMBER OF A GROUP* | IC GP III, L.P. 02-0742606 (a) [x] (b) [x] See Item 3 |
| S.S. OR I.R.S. 2. CHECK THE APF 3. SEC USE ONLY 4. SOURCE OF FUN 5. CHECK BOX IF PURSUANT TO I | RTING PERSON BLUM STRATEG IDENTIFICATION NO. OF ABOVE PERSON PROPRIATE BOX IF A MEMBER OF A GROUP* NDS* DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED TEMS 2(d) or 2(e) PR PLACE OF ORGANIZATION | IC GP III, L.P. 02-0742606 (a) [x] (b) [x] See Item 3 [] Delaware |
| S.S. OR I.R.S. 2. CHECK THE APP 3. SEC USE ONLY 4. SOURCE OF FUN 5. CHECK BOX IF PURSUANT TO I 6. CITIZENSHIP C NUMBER OF SHARES | RTING PERSON BLUM STRATEG IDENTIFICATION NO. OF ABOVE PERSON PROPRIATE BOX IF A MEMBER OF A GROUP* NDS* DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED TEMS 2(d) or 2(e) PR PLACE OF ORGANIZATION 7. SOLE VOTING POWER | IC GP III, L.P. 02-0742606 (a) [×] (b) [×] See Item 3 [] Delaware -0- |
| S.S. OR I.R.S. 2. CHECK THE APP 3. SEC USE ONLY 4. SOURCE OF FUN 5. CHECK BOX IF PURSUANT TO I 6. CITIZENSHIP C NUMBER OF SHARES BENEFICIALLY OWNED BY EACH | RTING PERSON BLUM STRATEG IDENTIFICATION NO. OF ABOVE PERSON PROPRIATE BOX IF A MEMBER OF A GROUP* NDS* DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED TEMS 2(d) or 2(e) PR PLACE OF ORGANIZATION 7. SOLE VOTING POWER 8. SHARED VOTING POWER | IC GP III, L.P. 02-0742606 (a) [x] (b) [x] See Item 3 [] Delaware -0- 6,762,710** |

| 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSO | DN 6,762,710** |
|---|--------------------|
| 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES | [] |
| 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) | 9.9%** |
| 14. TYPE OF REPORTING PERSON | PN |
| ** See Item 5 | |
| *SEE INSTRUCTIONS BEFORE FILLING OUT! | |
| CUSIP NO. 67018T105 SCHEDULE 13D | Page 6 of 12 |
| 1. NAME OF REPORTING PERSON BLUM STRATEGIC PA | |
| S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON | 04-3809438 |
| 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* | (a) [x] (b) [x] |
| 3. SEC USE ONLY | |
| 4. SOURCE OF FUNDS* | See Item 3 |
| CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) | |
| 6. CITIZENSHIP OR PLACE OF ORGANIZATION | Delaware |
| 7. SOLE VOTING POWER | - 0 - |
| NUMBER OF SHARES 8. SHARED VOTING POWER BENEFICIALLY | 6,762,710** |
| OWNED BY EACH PERSON WITH 9. SOLE DISPOSITIVE POWER | - 0 - |
| 10. SHARED DISPOSITIVE POWER | 6,762,710** |
| 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSO | |
| 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES | L J |
| 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) | 9.9%** |
| 14. TYPE OF REPORTING PERSON | PN |
| ** See Item 5 | |
| *SEE INSTRUCTIONS BEFORE FILLING OUT! | |
| CUSIP NO. 67018T105 SCHEDULE 13D | Page 7 of 12 |
| 1. NAME OF REPORTING PERSON SADDLEPOINT PART | |
| | 83-0424234 |
| 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* | (a) [x] (b) [x] |
| 3. SEC USE ONLY | |
| | |

| CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) | [] |
|---|--------------|
| 6. CITIZENSHIP OR PLACE OF ORGANIZATION | Delaware |
| 7. SOLE VOTING POWER | - 0 - |
| NUMBER OF SHARES 8. SHARED VOTING POWER BENEFICIALLY OWNED BY EACH | 6,762,710** |
| PERSON WITH 9. SOLE DISPOSITIVE POWER | - 0 - |
| 10. SHARED DISPOSITIVE POWER | 6,762,710** |
| 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | 6,762,710** |
| 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES | [] |
| 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) | 9.9%** |
| 14. TYPE OF REPORTING PERSON 00 (Limited Liabil | ity Company) |
| ** See Item 5 | |

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP NO. 67018T105

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Item 1. Security and Issuer

This Amendment No. 4 amends the Statement on Schedule 13D (the "Schedule 13D") filed with the Securities and Exchange Commission (the "Commission") on June 9, 2006 by Blum Capital Partners, L.P., a California limited partnership, ("Blum LP"); Richard C. Blum & Associates, Inc., a California corporation ("RCBA Inc."); Blum Strategic GP III, L.L.C., a Delaware limited liability company ("Blum GP III"); Blum Strategic GP III, L.P., a Delaware limited partnership ("Blum GP III LP"); Blum Strategic Partners III, L.P., a Delaware limited partnership ("Blum Strategic III"); and Saddlepoint Partners GP, L.L.C., a Delaware limited liability company ("Saddlepoint GP") (collectively, the "Reporting Persons"). This amendment relates to shares of Class A common stock, \$.001 par value per share (the "Common Stock") of Nu Skin Enterprises, Inc., a Delaware corporation (the "Issuer"). The principal executive office and mailing address of the Issuer is 75 West Center Street, Provo, UT 84601. The following amendments to the Schedule 13D are hereby made. Unless otherwise defined herein, all capitalized terms shall have the meanings ascribed to them in the Schedule 13D.

Item 2. Identity and Background

Item 2 of the Schedule 13D is hereby amended to add the following:

Since the filing of Amendment No. 3 to Schedule 13D on June 9, 2006, there have been changes to the executive officers of Blum LP and RCBA Inc.

The principal business office address of Blum LP and RCBA Inc. is 909 Montgomery Street, Suite 400, San Francisco, California 94133. The names of the executive officers and directors of RCBA Inc., their addresses, citizenship and principal occupations are as follows:

| Name and | Business | Citizenship | Principal Occupation |
|-----------------|--------------------|-------------|-----------------------|
| Office Held | Address | | or Employment |
| Richard C. Blum | 909 Montgomery St. | USA | President & Chairman, |

| President, Chairman & Director | Suite 400 San Francisco, | CA 94133 | | Blum LP |
|--|--|------------------------------|-------------------|--|
| Nils Colin Lind Managing Partner & Director | 909 Montgomery Suite 400 San Francisco, | | USA and Norway | Managing Partner, Blum LP |
| John H. Park Partner | 909 Montgomery Suite 400 San Francisco, | | USA | Partner, Blum LP |
| Gregory L. Jackson Partner | 909 Montgomery Suite 400 San Francisco, | | USA | Partner, Blum LP |
| Jane J. Su Partner | 909 Montgomery Suite 400 San Francisco, | | USA | Partner, Blum LP |
| David H.S. Chung Partner | 909 Montgomery Suite 400 San Francisco, | | USA | Partner, Blum LP |
| | | | | |
| CUSIP NO. 67018T105 | SCHED | ULE 13D | | Page 9 of 12 |
| Name and Office Held | | Ci | · | Principal Occupation or Employment |
| Name and | Business Address 909 Montgomery Suite 400 | Ci St. | | Principal Occupation or Employment |
| Name and Office Held Gregory D. Hitchan Partner, Chief Operating Officer, General Counsel and | Business Address 909 Montgomery Suite 400 | Ci St. CA 94133 St. | USA | Principal Occupation or Employment Partner, Chief Operating Officer, General Counsel and |

Since the filing of Amendment No. 3 to Schedule 13D on June 9, 2006, there have been changes to the managing members and members of Blum GP III.

The principal business office address of Blum GP III and Blum GP III LP is 909 Montgomery Street, Suite 400, San Francisco, California 94133. The names of the managing members and members of Blum GP III, their addresses, citizenship and principal occupations are as follows:

-

| Name and Office Held | | ship | Principal Occupation or Employment |
|---------------------------------------|--|------|---------------------------------------|
| Richard C. Blum Managing Member | 909 Montgomery St. | USA | |
| Nils Colin Lind Managing Member | 909 Montgomery St. Suite 400 San Francisco, CA 94133 | | Managing Partner, Blum LP |
| John H. Park Managing Member | 909 Montgomery St. Suite 400 San Francisco, CA 94133 | USA | Partner, Blum LP |
| Gregory L. Jackson Managing Member | 909 Montgomery St. Suite 400 San Francisco, CA 94133 | USA | Partner, Blum LP |
| Jane J. Su Member | 909 Montgomery St. Suite 400 San Francisco, CA 9413 | | Partner, Blum LP |
| David H.S. Chung Member | 909 Montgomery St. Suite 400 San Francisco, CA 9413 | | Partner, Blum LP |

| Gregory D. Hitchan Managing Member | 909 Montgomery Suite 400 San Francisco, | | Partner, Chief Operating Officer, General Counsel & Secretary, Blum LP |
|---------------------------------------|---|-------------|---|
| CUSIP NO. 67018T105 | SCHEDU | LE 13D | Page 10 of 12 |
| Name and Office Held | Business Address | Citizenship | Principal Occupation or Employment |
| Marc T. Scholvinck Member | 909 Montgomery Suite 400 San Francisco, | | Partner & Chief Financial Officer, Blum LP |
| William Scott Hartman Member | 909 Montgomery Suite 400 San Francisco, | | Partner, Blum LP |

Since the filing of Amendment No. 3 to Schedule 13D on June 9, 2006, there have been changes to the executive officers of the managing member of Saddlepoint GP. Blum LP is the managing member of Saddlepoint GP and its executive officers are listed above.

To the best knowledge of the Reporting Persons, none of the entities or persons identified in this Item 2 has, during the past five years, been convicted of any criminal proceeding (excluding traffic violations or similar misdemeanors), nor been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is 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 5. Interest in Securities of the Issuer

(a), (b) According to the Issuer's Form 10-Q with the Commission on November 9, 2006, there were 67,986,803 shares of Common Stock issued and outstanding as of October 31, 2006. Based on such information, after taking into account the transactions described in Item 5(c) below, the Reporting Persons report beneficial ownership of the following shares of Common Stock: (i) 1,454,010shares of Common Stock held by Blum LP and RCBA Inc. on behalf of the limited partnerships for which Blum LP serves as the general partner, which represents 2.1% of the outstanding shares of the Common Stock; (ii) 4,897,600 shares of the Common Stock held by Blum GP III which serves as general partner of Blum GP III LP which, in turn, serves as the general partner of Blum Strategic III, which represents 7.2% of the outstanding shares of the Common Stock; (iii) 238,500 shares of the Common Stock held by Saddlepoint GP on behalf of a partnership for which it serves as the general partner, which represents 0.4% of the outstanding shares of the Common Stock; and (iv) 86,300 shares of the Common Stock that are legally owned by The Nuclear Decommissioning Trust of Dominion Nuclear Connecticut, Inc. ("Dominion Connecticut"), which represents 0.1% of the outstanding shares of the Common Stock and 86,300 shares of the Common Stock that are legally owned by Virginia Electric and Power Company Qualified Nuclear Decommissioning Trust ("Virginia Electric"), which represents 0.1% of the outstanding shares of the Common Stock (collectively, the "Investment Advisory Clients"), with respect to which Blum LP has voting and investment power. Each Investment Advisory Client has entered into an investment management agreement with Blum LP, but neither Investment Advisory Client has any contract, arrangement or understanding with the other Investment Advisory Client, or any other Reporting Person, with respect to the acquisition, ownership, disposition or voting of any shares of the Common Stock. Each Investment Advisory Client disclaims membership in a group with any Reporting Person or with the other Investment Advisory Client, and each disclaims beneficial ownership

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of any shares beneficially owned by the Reporting Persons other than for their own account.

Voting and investment power concerning the above shares are held solely by Blum LP, Blum GP III and Saddlepoint GP. The Reporting Persons therefore may be deemed to be members in a group, in which case the group would be deemed to have beneficial ownership of an aggregate of 6,762,710 shares of the Common Stock, which is 9.9% of the outstanding Common Stock. As the sole general partner of Blum LP, RCBA Inc. is deemed the beneficial owner of the securities over which Blum LP has voting and investment power. The filing of this Schedule shall not be construed as an admission that any of the shareholders, directors or executive officers of RCBA Inc. or the managing members and members of Blum GP III, Blum GP III LP and Saddlepoint GP, is, for any purpose, the beneficial owner of any of the securities that are beneficially owned by RCBA Inc., Blum GP III LP, Blum GP III or Saddlepoint GP.

c) During the last 60 days, the Reporting Persons sold the following shares of Common Stock to a broker in a block sale:

Trade Date Shares Price/Share Entity - ----12-05-06 1,300,000 18.2100 Investment partnerships for which Blum LP serves as the general partner and on behalf of an entity for which Blum LP serves as investment advisor. (d) and (e) Not applicable. Item 7. Material to be Filed as Exhibits - ----Exhibit A Joint Filing Undertaking. Page 12 of 12 SCHEDULE 13D CUSIP NO. 67018T105 SIGNATURES After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct. Dated: December 8, 2006 RICHARD C. BLUM & ASSOCIATES, INC. BLUM CAPITAL PARTNERS, L.P. By: Richard C. Blum & Associates, Inc. Its General Partner By: /s/ Gregory D. Hitchan By: /s/ Gregory D. Hitchan ------Gregory D. Hitchan Gregory D. Hitchan Partner, Chief Operating Officer, General Counsel and Secretary Partner, Chief Operating Officer, General Counsel and Secretary BLUM STRATEGIC GP III, L.L.C. BLUM STRATEGIC GP III, L.P. By: Blum Strategic GP III, L.L.C. Its General Partner By: /s/ Gregory D. Hitchan By: /s/ Gregory D. Hitchan ----------Gregory D. Hitchan Gregory D. Hitchan Managing Member Managing Member BLUM STRATEGIC PARTNERS III, L.P.SADDLEPOINT PARTNERS GP, L.L.C.By:Blum Strategic GP III, L.P.,
Its General PartnerBy:Blum Strategic GP III, L.P.,
Its Managing MemberBlum Capital Partners, L.P. Its General PartnerIts Managing MemberBlum Strategic GP III, L.L.C.By:Richard C. Blum & Associates, Inc.Its General Partner By: Its General Partner By: /s/ Gregory D. Hitchan By: /s/ Gregory D. Hitchan ----------Gregory D. Hitchan, Gregory D. Hitchan Partner, Chief Operating Officer, Managing Member General Counsel and Secretary

CUSIP NO. 67018T105

Dated: December 8, 2006

SCHEDULE 13D

Exhibit A JOINT FILING UNDERTAKING

The undersigned, being duly authorized thereunto, hereby execute this agreement as an exhibit to this Schedule 13D to evidence the agreement of the below-named parties, in accordance with the rules promulgated pursuant to the Securities Exchange Act of 1934, to file this Schedule jointly on behalf of each such party.

| RICHARD C. BLUM & ASSOCIATES, INC. | BLUM CAPITAL PARTNERS, L.P. |
|------------------------------------|--|
| | By: Richard C. Blum & Associates, Inc. |
| | Its General Partner |

| By: /s/ Gregory D. Hitchan | By: /s/ Gregory D. Hitchan |
|-----------------------------------|-----------------------------------|
| Gregory D. Hitchan | Gregory D. Hitchan |
| Partner, Chief Operating Officer, | Partner, Chief Operating Officer, |
| General Counsel and Secretary | General Counsel and Secretary |

| BLUM STRATEGIC GP III, L.L.C. | BLUM | STRATEGIC GP III, L.P. |
|-------------------------------|------|-------------------------------|
| | By: | Blum Strategic GP III, L.L.C. |
| | | Its General Partner |

| By: /s/ Gregory D. Hitchan | By: /s/ Gregory D. Hitchan |
|----------------------------|----------------------------|
| Gregory D. Hitchan | Gregory D. Hitchan |
| Managing Member | Managing Member |

| BLUM STRATEGIC PARTNERS III, L.P. | SADDLEPOINT PARTNERS GP, L.L.C. |
|-----------------------------------|--|
| By: Blum Strategic GP III, L.P., | By: Blum Capital Partners, L.P. |
| Its General Partner | Its Managing Member |
| By: Blum Strategic GP III, L.L.C. | By: Richard C. Blum & Associates, Inc. |
| Its General Partner | Its General Partner |
| | |
| By: /s/ Gregory D. Hitchan | By: /s/ Gregory D. Hitchan |
| | |

| · /3/ dregory D. Hitchan | by: 737 dregory b. hiteman |
|--|--|
| Gregory D. Hitchan, Managing Member | Gregory D. Hitchan Partner, Chief Operating Officer, General Counsel and Secretary |
| | |