

**NON-PUBLIC**

**13FCONP 11/22/02**

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

REC'D S.E.C.  
NOV 16 2000  
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**BEST AVAILABLE COPY CONFIDENTIAL FORM 13 F**  
FORM 13F COVER PAGE

Report for the Calendar Quarter ended: 9-30-00



Check here if Amendment ; Amendment Number: \_\_\_\_\_  
This Amendment (check only one.):  is a restatement.  
 adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: HBK INVESTMENTS L.P.  
Address: 300 CRESCENT COURT, SUITE 700  
DALLAS, TEXAS 75201

**CONFIDENTIAL TREATMENT EXPIRES**

Form 13F File Number: 28-6078

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Report Manager:

Name: Laurence H. Lebowitz  
Title: Managing Director  
Phone: (214) 758-6124

**PROCESSED**  
*B* JUN 30 2006  
THOMSON  
FINANCIAL

Signature, Place, and Date of Signing:

Laurence H. Lebowitz  
Managing Director

Dallas, Texas

November 10, 2000

Report Type (Check only one.):

- 13F HOLDINGS REPORT.
- 13F NOTICE.
- 13F COMBINATION REPORT.

I AM SIGNING THIS REPORT AS REQUIRED BY THE SECURITIES EXCHANGE ACT OF 1934.

*u*

CONFIDENTIAL FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 33

Form 13F Information Table Value Total: \$475,390 (thousands)

List of Other Included Managers: NONE

CONFIDENTIAL FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMNT DISCRETN MANAGERS	OTHER MANAGERS	SOLE	SHARED	VOTING AUTHORITY NONE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
ASSOCIATES FIRST CAP CORP	CL A	046008108	25217	663600	SHR		SOLE		663600		0
AT & T CDA INC	DEPS RCPT CL B	002070202	14473	475000	SHR		SOLE		475000		0
AXA FINL INC	COM	002451102	35463	696200	SHR		SOLE		696200		0
CHRIS CRAFT INDS INC	COM	170520100	11689	141900	SHR		SOLE		141900		0
COASTAL CORP	COM	190441105	17427	235100	SHR		SOLE		235100		0
FORT JAMES CORP	COM	347471104	8350	273200	SHR		SOLE		273200		0
NIAGARA-MOHAWK-HLDGS-INC	COM	653520106	8663	550000	SHR		SOLE		550000		0
R & B FALCON CORP	COM	74912E101	18676	670000	SHR		SOLE		670000		0
RAINFORST CAFE INC	COM	75086K104	261	85500	SHR		SOLE		85500		0
REPSOL YPF S A	SPONSORED ADR	76026T205	1959	107000	SHR		SOLE		107000		0
SNYDER COMMUNICATIONS INC	COM CIRCLE COM	832914204	717	236500	SHR		SOLE		236500		0
SOFTWARE COM INC	COM	83402P104	27048	149100	SHR		SOLE		149100		0
UNION CARBIDE CORP	COM	905581104	18762	497000	SHR		SOLE		497000		0
VARISITY GROUP INC	COM	922281100	302	351950	SHR		SOLE		351950		0
ALPINE GROUP INC	COM	020825105	1229	280800	SHR		SOLE		280800		0
CAPSTONE TURBINE CORP	COM	14067D102	13750	200000	SHR		SOLE		200000		0
COMCAST CORP	CL A SPL	200300200	4100	100000	SHR		SOLE		100000		0
DIGEX INC DEL	CL A	253756100	2146	45000	SHR		SOLE		45000		0
INTERMEDIA COMMUNICATIONS INC	COM	458801107	62911	2137100	SHR		SOLE		2137100		0
MIPS TECHNOLOGIES INC	CL B	604567206	4766	123780	SHR		SOLE		123780		0
MOLEX INC	CL A	608554200	1216	30000	SHR		SOLE		30000		0
NABISCO GROUP HLDG CORP	COM	608554101	3424	63300	SHR		SOLE		63300		0
NATIONAL-OILWELL INC	COM	62952P102	2844	99800	SHR		SOLE		99800		0
NEWS CORP LTD	COM	637071101	243	15307	SHR		SOLE		15307		0
SEAGATE TECHNOLOGY	SP ADR PFD	652487802	3000	64000	SHR		SOLE		64000		0
SEAGRAM LTD	COM	811804103	135833	1968600	SHR		SOLE		1968600		0
SHANDONG HUANENG PWR DEV LTD	SPON ADR N	811850106	12049	210000	SHR		SOLE		210000		0
STRATOS LIGHTWAVE INC	COM	819419102	7972	1051700	SHR		SOLE		1051700		0
SUPERIOR TELECOM INC	COM	863100103	645	20000	SHR		SOLE		20000		0
WADDELL & REED FINL INC	CL B	868365107	264	43940	SHR		SOLE		43940		0
		930059209	4672	161100	SHR		SOLE		161100		0

CONFIDENTIAL FORM 13F INFORMATION TABLE

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SUNBEAM CORP	SR SD CV ZERO 18	867071A0	2575	25750	PRN		SOLE		25750	0	0
SUNBEAM CORP	SRSDCV ZR0144A18	867071AA0	22747	227468	PRN		SOLE		227468	0	0

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