

ACCEL VII LP
Form SC 13G/A
February 11, 2011

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Schedule 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d)
AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)
(Amendment No. 1)*

comScore, Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

20564W105
(CUSIP Number)

December 31, 2010
(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 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 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).

(Continued on following pages)

Page 1 of 16
Exhibit Index Contained on Page 14

CUSIP NO. 20564W105

13 G

Page 2 of 16 Pages

1 NAME OF REPORTING
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Accel VII L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 6 7 8	SOLE VOTING POWER 0 shares. SHARED VOTING POWER 0 shares. SOLE DISPOSITIVE POWER 0 shares. SHARED DISPOSITIVE POWER 0 shares.
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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 0

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
 ..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 0%

12 TYPE OF REPORTING PERSON
 PN

CUSIP NO. 20564W105

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1 NAME OF REPORTING
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Accel VII Associates L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 6 7 8	SOLE VOTING POWER 0 shares. SHARED VOTING POWER 0 shares. SOLE DISPOSITIVE POWER 0 shares. SHARED DISPOSITIVE POWER 0 shares.
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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 0

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
 ..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 0%

12 TYPE OF REPORTING PERSON
 OO

CUSIP NO. 20564W105

13 G

Page 4 of 16 Pages

1 NAME OF REPORTING
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Accel Internet Fund III L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 6 7 8	SOLE VOTING POWER 0 shares. SHARED VOTING POWER 0 shares. SOLE DISPOSITIVE POWER 0 shares. SHARED DISPOSITIVE POWER 0 shares.
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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 0

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
 ..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 0%

12 TYPE OF REPORTING PERSON
 PN

CUSIP NO. 20564W105

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1 NAME OF REPORTING
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Accel Internet Fund III Associates L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 6 7 8	SOLE VOTING POWER 0 shares. SHARED VOTING POWER 0 shares. SOLE DISPOSITIVE POWER 0 shares. SHARED DISPOSITIVE POWER 0 shares.
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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 0

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
 ..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 0%

12 TYPE OF REPORTING PERSON
 OO

CUSIP NO. 20564W105

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1 NAME OF REPORTING
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Accel Investors '99 L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 6 7 8	SOLE VOTING POWER 0 shares. SHARED VOTING POWER 0 shares. SOLE DISPOSITIVE POWER 0 shares. SHARED DISPOSITIVE POWER 0 shares.
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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 0

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
 ..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 0%

12 TYPE OF REPORTING PERSON
 PN

CUSIP NO. 20564W105

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1 NAME OF REPORTING
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 James W. Breyer

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 U.S. Citizen

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 6 7 8	SOLE VOTING POWER 2,702 shares. SHARED VOTING POWER 0 shares. SOLE DISPOSITIVE POWER 2,702 shares. SHARED DISPOSITIVE POWER 0 shares.
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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 2,702

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
 ..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 0.0%

12 TYPE OF REPORTING PERSON
 IN

CUSIP NO. 20564W105

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1 NAME OF REPORTING PERSONS
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS
 Arthur C. Patterson

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 U.S. Citizen

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 6 7 8	SOLE VOTING POWER 255,444 shares. SHARED VOTING POWER 0 shares. SOLE DISPOSITIVE POWER 255,444 shares. SHARED DISPOSITIVE POWER 0 shares.
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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 255,444

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 0.8%

12 TYPE OF REPORTING PERSON
 IN

CUSIP NO. 20564W105

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1 NAME OF REPORTING PERSONS
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS
 Theresia Gouw Ranzetta

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 U.S. Citizen

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 6 7 8	SOLE VOTING POWER 2,489 shares. SHARED VOTING POWER 0 shares. SOLE DISPOSITIVE POWER 2,489 shares. SHARED DISPOSITIVE POWER 0 shares.
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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 2,489

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
 ..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 0.0%

12 TYPE OF REPORTING PERSON
 IN