FORM 4

**TONTINE CAPITAL MANAGEMENT LLC** 

(Middle)

(First)

(Last)

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** OMB Number: Estimated average burden per response: 0.5

Section obligat	this box if no lon 16. Form 4 or ions may contirtion 1(b).	onger subject to Form 5 nue. See	STATE		d purs	uant to	Section	16(a)	of the Securinvestment Co	ties Excha	inge Act o	of 1934	RSHI	P	Estir		ber: average burd esponse:	3235-0287 en 0.5
GENDELL JEFFREY L ET AL					Issuer Name and Ticker or Trading Symbol NTEGRATED ELECTRICAL SERVICES NC [ IESC ]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X 10% Owner  Officer (give title Other (specify							
					3. Date of Earliest Transaction (Month/Day/Year) 05/05/2010						below) below)							
(Street) GREENWICH CT 06830				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person  X Form filed by More than One Reporting							
(City)	(St	ate)	(Zip)											Person				
		7	Table I - Non-D	eriv	ative	Secu	urities	Acc	uired, Di	sposed	of, or I	Benefi	cially O	wned				
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date if any (Month/Day/Yea		Date,	Code (Instr.					, 4 and Securit Benefic Owned Followi		6. Owners Form: Dir (D) or Indirect (I (Instr. 4)	Direct ct (I)	7. Nature of Indirect Benefic Ownership (Instr. 4)		
							Code	v	Amount	(A) or (D)	Price	Reporte Transac (Instr. 3	ction(s)					
Common per share	Stock, \$0.0	1 par value	05/05/2010				J		84,647(3)	<b>D</b> (3)	<b>\$0</b> <sup>(3)</sup>	8,562	2,409(3)	I		See (7)(8)(9	Footnotes <sup>(</sup> <sup>9)</sup>	1)(2)(4)(5)(6)
Common per share	Stock, \$0.0	)1 par value	05/05/2010				J		84,647 <sup>(3)</sup>	A <sup>(3)</sup>	<b>\$0</b> <sup>(3)</sup>	8,562	2,409 <sup>(3)</sup>	I		See (7)(8)(9	Footnotes <sup>(</sup>	1)(2)(4)(5)(6)
			Table II - Deri (e.g.						ired, Disp options, o					ned				
1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security		3. Transactior Date (Month/Day/Yo	Execution Date	Code (Instr.		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		Amou Securi Under Deriva Securi	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		ative deriving Security Security Beneal Own Follows	owing orted sactio	ly	Ownership Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	n Title	Amour or Number of Shares	er					
l .		Reporting Pers																
GEND ———	ELL JEF	FREY L E	1 AL			_												
(Last) 55 RAIL	ROAD AV	(First) ENUE	(Middle)															
(Street)	WICH	СТ	06830															
(City)		(State)	(Zip)															
ı		Reporting Pers	son* TNERS L P															
(Last) (First) 55 RAILROAD AVENUE			(Middle)															
(Street)	WICH	СТ	06830															
(City)		(State)	(Zip)															
1. Name ai	nd Address of	Reporting Pers	son*															

55 RAILROAD A	VENUE						
(Street) GREENWICH	CT	06830					
(City)	(State)	(Zip)					
1. Name and Address <u>Tontine Capita</u>	of Reporting Person*  l Overseas Mast	er Fund, L.P.					
(Last) 55 RAILROAD A	(First) VENUE	(Middle)					
(Street) GREENWICH	CT	06830					
(City)	(State)	(Zip)					
1. Name and Address <u>Tontine Capita</u>	of Reporting Person* l Overseas GP, I	LC					
(Last) 55 RAILROAD A	(First) VENUE	(Middle)					
(Street) GREENWICH	CT	06830					
(City)	(State)	(Zip)					
1. Name and Address of Reporting Person*  TONTINE PARTNERS L P							
(Last) 55 RAILROAD A	(First) VENUE	(Middle)					
(Street) GREENWICH	СТ	06830					
(City)	(State)	(Zip)					
1. Name and Address TONTINE MA	of Reporting Person*  NAGEMENT I	<u>.LC</u>					
(Last) 55 RAILROAD A	(First) VENUE	(Middle)					
(Street) GREENWICH	CT	06830					
(City)	(State)	(Zip)					
1. Name and Address TONTINE OV	of Reporting Person* ERSEAS ASSC	OCIATES LLC					
(Last) 55 RAILROAD A	(First) VENUE	(Middle)					
(Street) GREENWICH	СТ	06830					
(City)	(State)	(Zip)					
1. Name and Address of Reporting Person* <u>Tontine 25 Overseas Master Fund, L.P.</u>							
(Last) 55 RAILROAD A	(First) VENUE	(Middle)					

GREENWICH	CT	06830
(City)	(State)	(Zip)

## **Explanation of Responses:**

- 1. This report is filed jointly by Tontine Capital Partners, L.P., a Delaware limited partnership ("TCP"), Tontine Capital Management, L.L.C., a Delaware limited liability company ("TCM"), Tontine Capital Overseas GP, L.L.C., a Delaware limited liability company ("TCO"), Tontine Capital Overseas Master Fund, L.P., a Cayman Islands limited partnership ("TMF"), Tontine Partners, L.P., a Delaware limited partnership ("TP"), Tontine Management, L.L.C., a Delaware limited liability company ("TM"), Tontine 25 Overseas Master Fund, L.P., a Cayman Islands limited partnership ("T25"), Tontine Overseas Associates, L.L.C., a Delaware limited liability company ("TOA"), Tontine Capital Overseas Master Fund II, L.P., a Cayman Islands limited partnership ("TCP 2"), Tontine Asset Associates, L.L.C., a Delaware limited liability company ("TAA") and Jeffrey L. Gendell ("Mr. Gendell").
- 2. Mr. Gendell is the managing member of: (a) TCM, the general partner of TCP and T25; (b) TCO, the general partner of TMF; (c) TM, the general partner of TP; (d) TOA, the investment advisor of Tontine Overseas Fund, Ltd., a Cayman Islands exempted company ("TOF"); and (e) TAA, the general partner of TCP 2.
- 3. On May 5, 2010, TOF distributed 84,647 shares of Common Stock to TCP 2 (the "Transferred Shares"). The distribution of the Transferred Shares to TCP 2 did not change the aggregate Common Stock ownership of the filing parties.
- 4. TCM, TCO, TM, TOA and TAA directly own 0 shares of Common Stock, TCP directly owns 3,099,291 shares of Common Stock, TMF directly owns 864,532 shares of Common Stock, TP directly owns 2,637,092 shares of Common Stock, TOF directly owns 896,877 shares of Common Stock, T25 directly owns 300,134 shares of the Common Stock, TCP 2 directly owns 756,567 shares of Common Stock and Mr. Gendell directly owns 7,916 shares of Common Stock.
- 5. All of the foregoing securities may be deemed to be beneficially owned by Mr. Gendell. The foregoing securities held by TCP and T25 may be deemed to be beneficially owned by TCM. The foregoing securities held by TP may be deemed to be beneficially owned by TO. The foregoing securities held by TP may be deemed to be beneficially owned by TOA. The foregoing securities held by TCP 2 may be deemed to be beneficially owned by TAA.
- 6. Mr. Gendell disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by Mr. Gendell or representing Mr. Gendell's pro rata interest in, and interest in the profits of, TCM, TCP, TCO, TMF, TP, TM, TOA, TOF, T25, TCP 2 and TAA. TCM disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TCM or representing TCM's pro rata interest in, and interest in the profits of, TCP and T25.
- 7. TCO disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TCO or representing TCO's pro rata interest in, and interest in the profits of, TMF.
- 8. TM disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TM or representing TM's pro rata interest in, and interest in the profits of, TP. TOA disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TOA or representing TOA's pro rata interest in, and interest in the profits of, TOF. TAA disclaims beneficial ownership of the Issuer's securities reported herein for purposes of Section 16(a) under the Securities Exchange Act of 1934, as amended, or otherwise, except as to securities directly owned by TAA or representing TAA's pro rata interest in, and interest in the profits of, TCP 2.
- 9. This filing relates to the same transaction reported on the Form 4 filed on the date hereof, by TCP 2 and TAA, both of which are joint filers with TCP, TCM, TMF, TCO, TP, TM, TOA, T25 and Mr. Gendell with respect to the Issuer's Common Stock.

Tontine Capital Partners, L.P., By: its General Partner, Tontine Capital Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	05/07/2010
Tontine Capital Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	05/07/2010
Tontine Capital Overseas  Master Fund, L.P. By: its General Partner, Tontine Capital Overseas GP, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	05/07/2010
Tontine Capital Overseas GP, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	05/07/2010
Tontine Partners, L.P., By: its General Partner, Tontine Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	05/07/2010
Tontine Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	05/07/2010
Tontine Overseas Associates, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	05/07/2010
Tontine 25 Overseas Master Fund, L.P., By: its General Partner, Tontine Capital Management, L.L.C., By: its Managing Member, /s/ Jeffrey L. Gendell	05/07/2010
/s/ Jeffrey L. Gendell ** Signature of Reporting Person	<u>05/07/2010</u> Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.