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NUMBER OF SHARES BENEFICIALLY	5	SOLE VOTING POWER 1,903,375
OWNED BY EACH REPORTING	6	SHARED VOTING POWER 0
PERSON WITH	7	SOLE DISPOSITIVE POWER 1,903,375
	8	SHARED DISPOSITIVE POWER 0
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,903,375 SHARES	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 13.60%	
12	TYPE OF REPORTING PERSON* IA	

*SEE INSTRUCTIONS BEFORE FILLING OUT

- Item 1. (a) Name of Issuer: BALLANTYNE OF OMAHA
(b) Address of Issuer's Principal Executive Offices:
4350 MCKINLEY STREET
OMAHA, NE 68112
- Item 2. (a) Name of Person Filing:
CRAMER ROSENTHAL MCGLYNN, LLC
(b) Address of Principal Business Office:
520 Madison Avenue, New York, New York 10022
(c) Citizenship:
INCORPORATED IN THE STATE OF NEW YORK
(d) Title of Class of Securities:
COMMON STOCK
(e) CUSIP Number: 058516105

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- Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:
- (a) Broker or Dealer registered under Section 15 of the Act
 - (b) Bank as defined in section 3(a)(6) of the Act
 - (c) Insurance Company as defined in section 3(a)(19) of the Act
 - (d) Investment Company registered under section 8 of the Investment Company Act
 - (e) Investment Adviser registered under section 203 of the Investment Advisers Act of 1940
 - (f) Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Section 240.13d-1(b)(1)(ii)(F)
 - (g) Parent Holding Company, in accordance with section 240.13d-1(b)(1)(ii)(G)
 - (h) Group, in accordance with Section 240.13d-1(b)(1)(ii)(H)

Item 4. Ownership.

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

NOT APPLICABLE

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

NOT APPLICABLE

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

NOT APPLICABLE

Item 8. Identification and Classification of Members of the Group.

NOT APPLICABLE

Item 9. Notice of Dissolution of Group.

NOT APPLICABLE

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.

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Signature.

/s/ Steven Yadegari

General Counsel

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: 8/19/08