

AUTOBYTEL INC
Reported by
CCM MASTER QUALIFIED FUND LTD

FORM 3
(Initial Statement of Beneficial Ownership)

Filed 01/20/09 for the Period Ending 01/15/09

Address	18872 MACARTHUR BLVD SUITE 200 IRVINE, CA 92612-1400
Telephone	9492254500
CIK	0001023364
Symbol	ABTL
SIC Code	7370 - Computer Programming, Data Processing, And
Industry	Computer Services
Sector	Technology
Fiscal Year	12/31

FORM 3

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

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a)
of the Public Utility Holding Company Act of 1935 or Section 30(h) of the
Investment Company Act of 1940

1. Name and Address of Reporting Person * CCM MASTER QUALIFIED FUND LTD <small>(Last) (First) (Middle)</small> C/O MORGAN STANLEY FUND SERVICES (CAYMAN, LTD CENTURY YARD CRICKET SQ HUTCHINGS DR <small>(Street)</small> PO BOX 2681 GEORGE TOWN, E9 00000 <small>(City) (State) (Zip)</small>	2. Date of Event Requiring Statement (MM/DD/YYYY) <p align="center">1/15/2009</p>	3. Issuer Name and Ticker or Trading Symbol AUTOBYTEL INC [ABTL]
4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
5. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	8118410	D	
Common Stock	8118410 (1)	I	Indirectly by Coghill Capital Management, LLC and Clint D. Coghill (1)

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Equity Swap	2/28/2008	2/28/2010	ABTL Common Stock	3894023 (2)	\$2.62 (2)	D	
							Indirectly by

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Equity Swap	2/28/2008	2/28/2010	ABTL Common Stock	3894023 (1) (2)	\$2.62 (2)	I	Coghill Capital Management, LLC and Clint D. Coghill (1)

Explanation of Responses:

- (1) These securities may be deemed to be beneficially owned by Coghill Capital Management, L.L.C. ("CCM"), the investment manager of CCM Master Qualified Fund, Ltd. (the "Master Fund"). These securities may also be deemed to be beneficially owned by Clint Coghill, the President and majority owner of CCM. Each of CCM and Mr. Coghill disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
- (2) Under the terms of these total return equity swap agreements (the "Swaps") (i) the Master Fund will be obligated to pay to the counterparty any capital depreciation of the reference shares as of maturity, plus interest, and (ii) the counterparty will be obligated to pay to the Master Fund any capital appreciation of the reference shares as of maturity. Any dividends received by the counterparty on the reference shares during the term of the Swaps will be paid to the Master Fund. All balances will be cash settled at maturity and there will be no transfer of voting or dispositive power over the reference shares.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CCM MASTER QUALIFIED FUND LTD C/O MORGAN STANLEY FUND SERVICES (CAYMAN LTD CENTURY YARD CRICKET SQ HUTCHINGS DR PO BOX 2681 GEORGE TOWN, E9 00000		X		
COGHILL CAPITAL MANAGEMENT LLC 1 N WACKER DR STE 4350 CHICAGO, IL 60606		X		
COGHILL CLINT D		X		

Signatures

CCM Master Qualified Fund, Ltd 1/20/2009

** Signature of Reporting Person

Date

Coghill Capital Management, LLC 1/20/2009

** Signature of Reporting Person

Date

Clint D. Coghill 1/20/2009

** Signature of Reporting Person

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 5(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 control number.