

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549
SCHEDULE 13G/A
(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)

SPECTRUM BRANDS, INC.

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

84762L105

(CUSIP Number)

AUGUST 28, 2008

(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 the 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 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).

CUSIP NO. 84762L105

13G/A

PAGE 2 OF 5 PAGES

1 NAME OF REPORTING PERSON:
WILLIAMS COOKIE JAR FOUNDATION

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
CONNECTICUT

5 SOLE VOTING POWER

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

0

6 SHARED VOTING POWER 211,070

7 SOLE DISPOSITIVE POWER 0

8 SHARED DISPOSITIVE POWER 211,070

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 211,070

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.4%

12 TYPE OF REPORTING PERSON* CO

ITEM 1(a). NAME OF ISSUER:
Spectrum Brands, Inc. ("Spectrum")

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:
Six Concourse Parkway
Suite 3300
Atlanta, GA 30328

ITEM 2(a). NAME OF PERSON FILING:
This Schedule 13G is being filed on behalf of the following
person (the "Reporting Person"):
Williams Cookie Jar Foundation

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE:
The principal business office of the Reporting Persons filing
this Schedule 13G is located at 860 Canal Street, 3rd Floor, Stamford, CT 06902.

ITEM 2(c). CITIZENSHIP:
Williams Cookie Jar Foundation a Connecticut non-profit corporation

ITEM 2(d). TITLE OF CLASS OF SECURITIES:
This Schedule 13G is being filed with respect to the common
stock, par value \$.01 per share ("Common Stock"), of Spectrum. The Reporting
Person's percentage ownership of Common Stock is based on 52,778,689 shares of
Common Stock being outstanding.

As of September 4, 2008, the Reporting Person beneficially owned
211,070 shares of Common Stock.

ITEM 2(e). CUSIP NUMBER:
84762L105

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b), OR 13d-2(b) OR (c) CHECK WHETHER THE PERSON FILING IS: ONE OF THE FOLLOWING

Not applicable as this Schedule 13G is filed pursuant to Rule 13d-1(c).

ITEM 4. OWNERSHIP:

The information in items 1 and 5 through 11 on the cover page (page 2) on this Schedule 13G is hereby incorporated by reference.

ITEM 5. OWNERSHIP OF 5 PERCENT OR LESS OF A CLASS.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following: [X]

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 A 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 not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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.

Dated: September 5, 2008

WILLIAMS COOKIE JAR FOUNDATION

By: /s/Ralph B. Williams

Ralph B. Williams
Sole Trustee