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

> SCHEDULE 13D (Rule 13d-101) (Amendment No. 8)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

> Steven Madden Ltd. (Name of Issuer)

Common Stock, par value \$0.0001 per share (Title of Class of Securities)

Mr. James A. Mitarotonda c/o Barington Companies Equity Partners, L.P. 888 Seventh Avenue, 17th Floor New York, NY 10019 (212) 974-5700 (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

August 10, 2005 (Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f), or 13d-1(g), check the following box:  $|_{-}|$ .

SCHEDULE 13D

CUSIP No. 556269108 - - - - - - - - - - - - - - - -1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Barington Companies Equity Partners, L.P. 13-4088890 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP 2) (a) [x] (b) |\_| 3) SEC USE ONLY 4) SOURCE OF FUNDS WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO 5) ITEMS 2(d) OR 2(e)  $|_|$ 6) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7) SOLE VOTING POWER NUMBER OF 252,698 SHARES BENEFICIALLY 8) SHARED VOTING POWER OWNED BY none FACH REPORTING 9) SOLE DISPOSITIVE POWER PERSON 252,698 WITH

	10	)) SHARED DISPOSITIVE POWER none
11)	AGGREGATE AMOUNT BE	NEFICIALLY OWNED BY EACH REPORTING PERSON 252,698
12)	CHECK BOX IF THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES $ _{-} $
13)	PERCENT OF CLASS RE	PRESENTED BY AMOUNT IN ROW (11) 1.89%
14)	TYPE OF REPORTING P	PERSON PN

CU	S	Ι	Ρ		Ν	0			5	5	6	2	6	9	1	0	8		
-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

1)	NAME OF REPO					
			CATION NO. OF ABOVE es Investors, LLC	PERSON		13-4126527
2)	CHECK THE AP	PROPRIATE B	DX IF A MEMBER OF A	GROUP	(a) [x] (b)  _	
3)	SEC USE ONLY					
4)	SOURCE OF FU	NDS	00			
5)	CHECK BOX IF ITEMS 2(d) 0		OF LEGAL PROCEEDING	S IS REQUIF	RED PURSUA	ΝΤ ΤΟ
6)		OR PLACE OF Delaware	ORGANIZATION			
		7)	SOLE VOTING POWER 252,698			
	ICIALLY	8)	SHARED VOTING POWER none			
REPOR PERSO WITH	-	9)	SOLE DISPOSITIVE PO 252,698	WER		
		10)	SHARED DISPOSITIVE none	POWER		
11)	AGGREGATE AM	OUNT BENEFI	CIALLY OWNED BY EACH 252,698	REPORTING	PERSON	
12)	CHECK BOX IF	THE AGGREG	ATE AMOUNT IN ROW (1	1) EXCLUDES	CERTAIN	SHARES
13)	PERCENT OF C	LASS REPRES	ENTED BY AMOUNT IN R 1.89%	OW (11)		
14)	TYPE OF REPO	RTING PERSO	N 00			

1)	NAME OF REPO			
		-	CATION NO. OF ABOVE PERSO	
	Baring	ton Compani	es Offshore Fund, Ltd. (E	3VI)
2)			BOX IF A MEMBER OF A GROUP	o (a) [x]
2)	oneon me n			(b)  _
				(~) 1=1
3)	SEC USE ONLY			
4)	SOURCE OF FU	NDS	WC	
5)	CHECK BOX IF ITEMS 2(d) 0		OF LEGAL PROCEEDINGS IS	REQUIRED PURSUANT TO $ _{-} $
6)			ORGANIZATION gin Islands	
		7)	SOLE VOTING POWER	
NUMBE	ER OF	,	44,551	
SHARE	S			
	ICIALLY	8)	SHARED VOTING POWER	
OWNED	) BY		none	
EACH REPOR		9)	SOLE DISPOSITIVE POWER	
PERSC	-	9)	44,551	
WITH	711		44,001	
		10)	SHARED DISPOSITIVE POWER	٦
		,	none	
11)	AGGREGATE AM	OUNT BENEFI	CIALLY OWNED BY EACH REPO 44,551	DRTING PERSON
12)	CHECK BOX IF	THE AGGREG	ATE AMOUNT IN ROW (11) EX	CLUDES CERTAIN SHARES
				_
13)	PERCENT OF C	LASS REPRES	ENTED BY AMOUNT IN ROW (2 0.33%	11)
14)	TYPE OF REPO	RTING PERSO	)N	
			00	

CU	S	Ι	Ρ		Ν	0			5	5	6	2	6	9	1	0	8		
-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

1)	NAME OF REPO S.S. OR I.R.						
		ton Compani			FERSON		20-0327470
2)	CHECK THE AP	PROPRIATE B	OX IF A ME	EMBER OF A	GROUP	(a) [x] (b)  _	
3)	SEC USE ONLY						
4)	SOURCE OF FU	NDS	00				
5)	CHECK BOX IF ITEMS 2(d) 0		OF LEGAL	PROCEEDING	S IS REQUI	RED PURSUA	ANT TO
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANIZA	FION			
NUMBE		7)	SOLE VOTI 44,551	ING POWER			
BENEF OWNED EACH	ICIALLY BY	8)	SHARED VO	DTING POWER			
REPOR PERSO		9)	SOLE DISF 44,551	POSITIVE PO	WER		
		10)	SHARED DI none	ISPOSITIVE	POWER		
11)	AGGREGATE AM	OUNT BENEFI		NED BY EACH	REPORTING	PERSON	
12)	CHECK BOX IF	THE AGGREG	ATE AMOUN	「 IN ROW (1	1) EXCLUDE	S CERTAIN $ _{-} $	SHARES
13)	PERCENT OF C	LASS REPRES		AMOUNT IN R 33%	OW (11)		
14)	TYPE OF REPO	RTING PERSO		00			

1)	NAME OF REPO S.S. OR I.R. Baring		CATION NO		E PERSON		13-3635132
2)	CHECK THE AP	PROPRIATE B	OX IF A M	EMBER OF A	A GROUP	(a) [x] (b)  _	
3)	SEC USE ONLY						
4)	SOURCE OF FU	NDS	00				
5)	CHECK BOX IF ITEMS 2(d) 0		OF LEGAL	PROCEEDI	NGS IS RE	EQUIRED PURSU	
6)	CITIZENSHIP	OR PLACE OF New York	ORGANIZA	TION			
NUMBE		7)	SOLE VOT 297,249	ING POWER			
-	ICIALLY	8)	SHARED V none	OTING POW	ER		
REPOR PERSOI WITH	-	9)	SOLE DIS 297,249	POSITIVE	POWER		
		10)	SHARED D none	ISPOSITIV	E POWER		
11)	AGGREGATE AM	OUNT BENEFI		NED BY EA	CH REPORT	TING PERSON	
12)	CHECK BOX IF	THE AGGREG	ATE AMOUN	T IN ROW	(11) EXCL	UDES CERTAIN	SHARES
13)	PERCENT OF C	LASS REPRES		AMOUNT IN 2%	ROW (11)	)	
14)	TYPE OF REPO	RTING PERSO	N PN				

1)			N CATION NO. OF ABOVE PERS	SON	13-3635168
2)	CHECK THE AP	PROPRIATE BO	DX IF A MEMBER OF A GROU	JP (a) [x] (b)  _	
3)	SEC USE ONLY				
4)	SOURCE OF FU	NDS	00		
5)	CHECK BOX IF ITEMS 2(d) 0		OF LEGAL PROCEEDINGS IS	REQUIRED PURSU	ANT TO
6)		OR PLACE OF Delaware	ORGANIZATION		
NUMBE		7)	SOLE VOTING POWER 297,249		
BENEF OWNED EACH	ICIALLY BY	8)	SHARED VOTING POWER none		
REPOR PERSO	-	9)	SOLE DISPOSITIVE POWER 297,249		
		10)	SHARED DISPOSITIVE POWE	R	
11)	AGGREGATE AM	OUNT BENEFIC	CIALLY OWNED BY EACH REF 297,249	PORTING PERSON	
12)	CHECK BOX IF	THE AGGREGA	ATE AMOUNT IN ROW (11) E	EXCLUDES CERTAIN	SHARES
13)	PERCENT OF C	LASS REPRESE	ENTED BY AMOUNT IN ROW ( 2.2%	11)	
14)	TYPE OF REPO	RTING PERSON	СО		

CUSIP	No. 55626910	8	
1)			CATION NO. OF ABOVE PERSON
2)	CHECK THE AP	PROPRIATE B	BOX IF A MEMBER OF A GROUP (a) $[x]$ (b) $ _{-} $
3)	SEC USE ONLY	,	
4)	SOURCE OF FU	INDS	00
5)	CHECK BOX IF ITEMS 2(d) C		OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO $ _{-} $
6)		OR PLACE OF United Stat	ORGANIZATION es
NUMBE		7)	SOLE VOTING POWER 297,249
-	ICIALLY	8)	SHARED VOTING POWER none
REPOR PERSO	-	9)	SOLE DISPOSITIVE POWER 297,249
WIIII		10)	SHARED DISPOSITIVE POWER none
11)	AGGREGATE AM	IOUNT BENEFI	CIALLY OWNED BY EACH REPORTING PERSON 297,249
12)	CHECK BOX IF	THE AGGREG	GATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES $ _{-} $
13)	PERCENT OF C	LASS REPRES	SENTED BY AMOUNT IN ROW (11) 2.2%
14)	TYPE OF REPO	RTING PERSO	
			IN

S.S. OR I.R.	S. IDENTIFIC		0. OF ABC	VE PER	SON		20-0870632
CHECK THE AP	PROPRIATE BO	DX IF A	MEMBER OF	A GROU	JP	(a) [x] (b)  _	
SEC USE ONLY							
SOURCE OF FU	NDS		WC				
		OF LEGA	L PROCEED	DINGS IS	S REQUI	RED PURSU	ANT TO
		ORGANIZ	ATION				
R OF S	7)	SOLE V0 56,160	TING POWE	ĒR			
ICIALLY BY	8)	SHARED none	VOTING PO	WER			
TING N	9)	SOLE DI 56,160	SPOSITIVE	E POWER			
	10)	SHARED none	DISPOSITI	IVE POW	ER		
AGGREGATE AM	OUNT BENEFIC			EACH REI	PORTING	PERSON	
CHECK BOX IF	THE AGGREGA	ATE AMOU	NT IN ROW	/ (11)			SHARES
PERCENT OF C	LASS REPRES			IN ROW	(11)		
TYPE OF REPO	RTING PERSON		0				
	S.S. OR I.R. Parche CHECK THE AP SEC USE ONLY SOURCE OF FU CHECK BOX IF ITEMS 2(d) O CITIZENSHIP R OF S ICIALLY BY TING N AGGREGATE AM CHECK BOX IF PERCENT OF C	S.S. OR I.R.S. IDENTIFIC Parche, LLC CHECK THE APPROPRIATE BO SEC USE ONLY SOURCE OF FUNDS CHECK BOX IF DISCLOSURE ITEMS 2(d) OR 2(e) CITIZENSHIP OR PLACE OF Delaware 7) R OF S ICIALLY BY TING 9) N AGGREGATE AMOUNT BENEFIC CHECK BOX IF THE AGGREGA	Parche, LLC CHECK THE APPROPRIATE BOX IF A SEC USE ONLY SOURCE OF FUNDS CHECK BOX IF DISCLOSURE OF LEGA ITEMS 2(d) OR 2(e) CITIZENSHIP OR PLACE OF ORGANIZ Delaware 7) SOLE VO TING 9) SOLE DI 10) SHARED 10) SHAR	S.S. OR I.R.S. IDENTIFICATION NO. OF ABO Parche, LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF SEC USE ONLY SOURCE OF FUNDS WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEED ITEMS 2(d) OR 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7) SOLE VOTING POWE SICIALLY BY TING N 2000 SOLE DISPOSITIVE N 2000 SOLE DISPOSITIVE S6, 160 10) SHARED DISPOSITIVE 56, 160 10) SHARED DISPOSITIVE S6, 160 2000 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW PERCENT OF CLASS REPRESENTED BY AMOUNT I 0.4%	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERS Parche, LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROU SEC USE ONLY SOURCE OF FUNDS WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS ITEMS 2(d) OR 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7) SOLE VOTING POWER 56,160 SICIALLY 8) SHARED VOTING POWER N 9) SOLE DISPOSITIVE POWER N 9) SOLE DISPOSITIVE POWER 56,160 10) SHARED DISPOSITIVE POWER 56,160 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) I PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 0.4% TYPE OF REPORTING PERSON	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Parche, LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP SEC USE ONLY SOURCE OF FUNDS WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUI ITEMS 2(d) OR 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7) SOLE VOTING POWER 56,160 SICIALLY 8) SHARED VOTING POWER N 9) SOLE DISPOSITIVE POWER N 9) SOLE DISPOSITIVE POWER 56,160 10) SHARED DISPOSITIVE POWER none AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING 56,160 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDE PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.4%	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Parche, LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [X] (b)  _  SEC USE ONLY SOURCE OF FUNDS WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSU ITEMS 2(d) OR 2(e)  _  CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7) SOLE VOTING POWER 56,160 S ICIALLY 8) SHARED VOTING POWER N 9) SOLE DISPOSITIVE POWER 10) SHARED DISPOSITIVE POWER 10] SHARED

1)		S. IDENTIFIC	N CATION NO. OF ABOVE PERSON Opportunity Fund, LLC	I	37-1484524
2)	CHECK THE AP	PROPRIATE BO	DX IF A MEMBER OF A GROUP	(a) [x] (b)  _	
3)	SEC USE ONLY				
4)	SOURCE OF FU	NDS	WC		
5)	CHECK BOX IF ITEMS 2(d) 0		OF LEGAL PROCEEDINGS IS R	EQUIRED PURSU	ANT TO
6)		OR PLACE OF Delaware	ORGANIZATION		
NUMBEI		7)	SOLE VOTING POWER 294,837		
BENEF: OWNED EACH	ICIALLY BY	8)	SHARED VOTING POWER none		
REPOR PERSOI WITH		9)	SOLE DISPOSITIVE POWER 294,837		
		10)	SHARED DISPOSITIVE POWER none		
11)	AGGREGATE AM	OUNT BENEFIC	CIALLY OWNED BY EACH REPOR 294,837	TING PERSON	
12)	CHECK BOX IF	THE AGGREGA	ATE AMOUNT IN ROW (11) EXC	LUDES CERTAIN	SHARES
13)	PERCENT OF C	LASS REPRESE	ENTED BY AMOUNT IN ROW (11 2.2%	.)	
14)	TYPE OF REPO	RTING PERSON	00		

1)			CATION NO. OF ABOVE PERSON	37-1484525
2)	CHECK THE AP	PROPRIATE BO	DX IF A MEMBER OF A GROUP	(a) [x] (b)  _
3)	SEC USE ONLY			
4)	SOURCE OF FU	NDS	00	
5)	CHECK BOX IF ITEMS 2(d) 0		OF LEGAL PROCEEDINGS IS REQU	IRED PURSUANT TO
6)		OR PLACE OF Delaware	ORGANIZATION	
NUMBE		7)	SOLE VOTING POWER 350,997	
	ICIALLY	8)	SHARED VOTING POWER none	
REPOR PERSOI	-	9)	SOLE DISPOSITIVE POWER 350,997	
		10)	SHARED DISPOSITIVE POWER none	
11)	AGGREGATE AM	OUNT BENEFIC	CIALLY OWNED BY EACH REPORTING 350,997	G PERSON
12)	CHECK BOX IF	THE AGGREGA	ATE AMOUNT IN ROW (11) EXCLUD	ES CERTAIN SHARES
13)	PERCENT OF C	LASS REPRESE	ENTED BY AMOUNT IN ROW (11) 2.63%	
14)	TYPE OF REPO	RTING PERSON	N 00	

1)	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Ramius Capital Group, LLC										
2)	CHECK THE AP	PROPRIATE BO	OX IF A MEMB	ER OF A GRO		(a) [x] (b)  _					
3)	SEC USE ONLY										
4)	SOURCE OF FU	NDS	00								
5)	CHECK BOX IF ITEMS 2(d) 0		OF LEGAL PR	OCEEDINGS 1	S REQUIR	ED PURSU	ANT TO				
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANIZATIO	N							
NUMBEI		7)	SOLE VOTING 350,997	POWER							
-	ICIALLY	8)	SHARED VOTI none	NG POWER							
REPOR PERSOI WITH	-	9)	SOLE DISPOS 350,997	ITIVE POWER	2						
		10)	SHARED DISP none	OSITIVE POW	IER						
11)	AGGREGATE AM	OUNT BENEFIC	CIALLY OWNED 350,9		PORTING I	PERSON					
12)	CHECK BOX IF	THE AGGREGA	ATE AMOUNT I	N ROW (11)	EXCLUDES	CERTAIN	SHARES				
13)	PERCENT OF C	LASS REPRESE	ENTED BY AMO 2.63%		(11)						
14)	TYPE OF REPO	RTING PERSON	IA, O	0							

S.S. OR I.R.	S. IDENTIFI		13-3946794
CHECK THE AP	PROPRIATE BO	OX IF A MEMBER OF A GROUP	(a) [x] (b)  _
SEC USE ONLY			
SOURCE OF FU	NDS	00	
		OF LEGAL PROCEEDINGS IS REC	QUIRED PURSUANT TO
		ORGANIZATION	
R OF S	7)	SOLE VOTING POWER 350,997	
ICIALLY BY	8)	SHARED VOTING POWER none	
TING N	9)	SOLE DISPOSITIVE POWER 350,997	
-	10)	SHARED DISPOSITIVE POWER none	
AGGREGATE AM	OUNT BENEFI	CIALLY OWNED BY EACH REPORT 350,997	ING PERSON
CHECK BOX IF	THE AGGREG	ATE AMOUNT IN ROW (11) EXCLU	JDES CERTAIN SHARES
PERCENT OF C	LASS REPRESI	ENTED BY AMOUNT IN ROW (11) 2.63%	
TYPE OF REPO	RTING PERSO	N 00	
	S.S. OR I.R. C4S & CHECK THE AP SEC USE ONLY SOURCE OF FU CHECK BOX IF ITEMS 2(d) O CITIZENSHIP R OF S ICIALLY BY TING N AGGREGATE AM CHECK BOX IF PERCENT OF C	S.S. OR I.R.S. IDENTIFIC C4S & CO., LLC CHECK THE APPROPRIATE BU SEC USE ONLY SOURCE OF FUNDS CHECK BOX IF DISCLOSURE ITEMS 2(d) OR 2(e) CITIZENSHIP OR PLACE OF Delaware 7) R OF S ICIALLY BY TING 9) N AGGREGATE AMOUNT BENEFIC CHECK BOX IF THE AGGREG PERCENT OF CLASS REPRES	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP      SEC USE ONLY     SOURCE OF FUNDS   00     CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REC     ITEMS 2(d) OR 2(e)     CITIZENSHIP OR PLACE OF ORGANIZATION     Delaware     7)   SOLE VOTING POWER     STORE   7)     SOLE VOTING POWER     BY   8)     SHARED VOTING POWER     BY   9)     SOLE DISPOSITIVE POWER     N   350,997     10)   SHARED DISPOSITIVE POWER     N   350,997     CHECK BOX IF THE AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTISING     PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) EXCLUPTION     2.63%   2.63%

1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Peter A. Cohen

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x] (b) |\_| 3) SEC USE ONLY 4) SOURCE OF FUNDS 00 5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  $|_|$ 6) CITIZENSHIP OR PLACE OF ORGANIZATION United States 7) SOLE VOTING POWER NUMBER OF none SHARES

BENEF: OWNED EACH	ICIALLY BY		8)	SHARED VOTING POWER 350,997
REPORTING PERSON WITH			9)	SOLE DISPOSITIVE POWER none
			10)	SHARED DISPOSITIVE POWER 350,997
11)	AGGREGATE	AMOUNT	BENEFI	CIALLY OWNED BY EACH REPORTING PERSON 350,997
12)	CHECK BOX	IF THE	AGGREG	ATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES $ \_ $
13)	PERCENT O	F CLASS	REPRES	ENTED BY AMOUNT IN ROW (11) 2.63%
14)	TYPE OF R	EPORTING	9 PERSO	N IN

1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Morgan B. Stark

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x] (b) |\_| 3) SEC USE ONLY 4) SOURCE OF FUNDS 00 5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  $|_|$ CITIZENSHIP OR PLACE OF ORGANIZATION 6) United States 7) SOLE VOTING POWER NUMBER OF none SHARES SHARED VOTING POWER BENEFICIALLY 8) OWNED BY 350,997 EACH REPORTING SOLE DISPOSITIVE POWER 9) PERSON none WITH 10) SHARED DISPOSITIVE POWER 350,997 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 350,997 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 1\_1 13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.63% 14) TYPE OF REPORTING PERSON ΙN

1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Jeffrey M. Solomon

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x] (b) |\_|
3) SEC USE ONLY

00

- 4) SOURCE OF FUNDS
- 5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)
- 6) CITIZENSHIP OR PLACE OF ORGANIZATION United States

	7)	SOLE VOTING POWER
IUMBER OF SHARES		none
BENEFICIALLY WNED BY EACH	8)	SHARED VOTING POWER 350,997
EPORTING ERSON ITH	9)	SOLE DISPOSITIVE POWER none
	10)	SHARED DISPOSITIVE POWER 350,997
1) AGGREGATE AM	OUNT BENEF	ICIALLY OWNED BY EACH REPORTING PERSON 350,997
2) CHECK BOX IF	THE AGGRE	GATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES $ \_ $
3) PERCENT OF C	LASS REPRES	SENTED BY AMOUNT IN ROW (11) 2.63%
L4) TYPE OF REPO	RTING PERSO	ON CONTRACTOR OF CONT

1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Thomas W. Strauss

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x] (b) |\_| 3) SEC USE ONLY 4) SOURCE OF FUNDS 00 5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  $|_|$ CITIZENSHIP OR PLACE OF ORGANIZATION 6) United States 7) SOLE VOTING POWER NUMBER OF none SHARES SHARED VOTING POWER BENEFICIALLY 8) OWNED BY 350,997 EACH REPORTING SOLE DISPOSITIVE POWER 9) PERSON none WITH 10) SHARED DISPOSITIVE POWER 350,997 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 350,997 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 1\_1 13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.63%

14) TYPE OF REPORTING PERSON

IN

CU	S	Ι	Ρ		Ν	0			5	5	6	2	6	9	1	0	8		
-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

1)	NAME OF REPO S.S. OR I.R.			. OF ABOVE	PERSON		
	RJG Ca	pital Partne	ers, LP				20-0133443
2)	CHECK THE AP	PROPRIATE BO	OX IF A MI	EMBER OF A	GROUP	(a) [x] (b)  _	
3)	SEC USE ONLY						
4)	SOURCE OF FU	NDS	WC				
5)	CHECK BOX IF ITEMS 2(d) 0		OF LEGAL	PROCEEDING	S IS REQUI	RED PURSU	
6)	CITIZENSHIP	OR PLACE OF Delaware	ORGANIZA	FION			
NUMBEI		7)	SOLE VOT 5,700	ING POWER			
	ICIALLY	8)	SHARED V none	DTING POWEF	2		
REPOR PERSOI WITH	-	9)	SOLE DIS 5,700	POSITIVE PO	DWER		
		10)	SHARED D	ISPOSITIVE	POWER		
11)	AGGREGATE AM	OUNT BENEFI		NED BY EACH 700	REPORTING	9 PERSON	
12)	CHECK BOX IF	THE AGGREG	ATE AMOUN	Γ IN ROW (1	L1) EXCLUDE	S CERTAIN	SHARES
13)	PERCENT OF C	LASS REPRESI		AMOUNT IN F 043%	ROW (11)		
14)	TYPE OF REPO	RTING PERSO	N PN				

CU	S	Ι	Ρ		N	0			5	5	6	2	6	9	1	0	8		
-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

1)	) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON RJG Capital Management, LLC										
2)	CHECK THE API	PROPRIATE BO	DX IF A MEMBER OF A GROUP	(a) [x] (b)  _							
3)	SEC USE ONLY										
4)	SOURCE OF FUI	NDS	00								
5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  _										
6)		OR PLACE OF Delaware	ORGANIZATION								
NUMBE		7)	SOLE VOTING POWER 5,700								
BENEF OWNED EACH	ICIALLY BY	8)	SHARED VOTING POWER none								
REPOR PERSO WITH	-	9)	SOLE DISPOSITIVE POWER 5,700								
	-	10)	SHARED DISPOSITIVE POWER none								
11)	AGGREGATE AM	OUNT BENEFIC	CIALLY OWNED BY EACH REPORT 5,700	TING PERSON							
12)	CHECK BOX IF	THE AGGREGA	TE AMOUNT IN ROW (11) EXCL	UDES CERTAIN	SHARES						
13)	PERCENT OF C	LASS REPRESE	ENTED BY AMOUNT IN ROW (11) 0.043%	)							
14)	TYPE OF REPO	RTING PERSON	00								

- 1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Ronald Gross
- 2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [x] (b) |\_| 3) SEC USE ONLY 4) SOURCE OF FUNDS 00 5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  $|_|$ CITIZENSHIP OR PLACE OF ORGANIZATION 6) United States 7) SOLE VOTING POWER NUMBER OF 5,700 SHARES SHARED VOTING POWER BENEFICIALLY 8) OWNED BY none EACH SOLE DISPOSITIVE POWER REPORTING 9) PERSON 5,700 WITH 10) SHARED DISPOSITIVE POWER none 11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 5,700 12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES |\_| 13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.043% 14) TYPE OF REPORTING PERSON ΙN

This Amendment No. 8 amends and supplements the Schedule 13D filed with the Securities and Exchange Commission on July 30, 2004, as amended by that certain Amendment No. 1 filed on November 12, 2004, that certain Amendment No. 2 filed on November 18, 2004, that certain Amendment No. 3 filed on December 13, 2004, that certain Amendment No. 4 filed on December 20, 2004, that certain Amendment No. 5 filed on January 3, 2005, that certain Amendment No. 6 filed on February 3, 2005 and that certain Amendment No. 7 filed on July 22, 2005 (together, the "Statement"), by and on behalf of Barington Companies Equity Partners, L.P., Barington Companies Investors, LLC, Barington Companies Offshore Fund, Ltd. (BVI), Barington Companies Advisors, LLC, Barington Capital Group, L.P., LNA Capital Corp., James Mitarotonda, Parche, LLC, Starboard Value & Opportunity Fund, LLC, Admiral Advisors, LLC, Ramius Capital Group, LLC, C4S & Co., LLC, Peter A. Cohen, Morgan B. Stark, Jeffrey M. Solomon, Thomas W. Strauss, RJG Capital Partners, L.P., RJG Capital Management, LLC, and Ronald Gross (each, a "Reporting Entity" and, collectively, the "Reporting Entities") with respect to the common stock, par value \$0.0001 per share, of Steven Madden, Ltd., a Delaware corporation (the "Company"). The principal executive offices of the Company are located at 52-16 Barnett Avenue, Long Island City, New York 11104.

Item 2. Identity and Background.

The second paragraph of Item 2(a)-(c) of the Statement is hereby amended and restated as follows:

As of the date of this filing, the Reporting Entities are the beneficial owners of, in the aggregate, 653,946 shares of Common Stock, representing approximately 4.89% of the shares of Common Stock presently outstanding.

Item 5. Interest in Securities of the Issuer.

Items 5(a) - (c) of the Statement are hereby amended and restated as follows:

(a) As of the date hereof, Barington Companies Equity Partners, L.P. beneficially owns an aggregate of 252,698 shares of Common Stock, representing approximately 1.89% of the shares of Common Stock presently outstanding based upon the 13,359,567 shares of Common Stock reported by the Company to be issued and outstanding as of August 3, 2005 in its Form 10-Q filed with the Securities and Exchange Commission on August 8, 2005 (the "Issued and Outstanding Shares"). As the general partner of Barington Companies Equity Partners, L.P., Barington Companies Investors, LLC may be deemed to beneficially own the 252,698 shares of Common Stock owned by Barington Companies Equity Partners, L.P.

As of the date hereof, Barington Companies Offshore Fund, Ltd. (BVI) beneficially owns 44,551 shares of Common Stock, constituting approximately 0.33% of the Issued and Outstanding Shares. As the investment advisor to Barington Companies Offshore Fund, Ltd. (BVI),

Barington Companies Advisors, LLC may be deemed to beneficially own the 44,551 shares of Common Stock owned by Barington Companies Offshore Fund, Ltd. (BVI), constituting approximately 0.33% of the Issued and Outstanding Shares. As the Managing Member of Barington Companies Advisors, LLC, Barington Capital Group, L.P. may be deemed to beneficially own the 44,551 shares of Common Stock owned by Barington Companies Offshore Fund, Ltd. (BVI). As the majority member of Barington Companies Investors, LLC, Barington Capital Group, L.P. may also be deemed to beneficially own the 252,698 shares of Common Stock owned by Barington Companies Equity Partners, L.P., representing an aggregate of 297,249 shares, constituting approximately 2.2% of the Issued and Outstanding Shares. As the general partner of Barington Capital Group, L.P., LNA Capital Corp. may be deemed to beneficially own the 252,698 shares owned by Barington Companies Equity Partners, L.P. and the 44,551 shares owned by Barington Companies Offshore Fund, Ltd. (BVI), representing an aggregate of 297,249 shares, constituting approximately 2.2% of the Issued and Outstanding Shares. As the sole stockholder and director of LNA Capital Corp., Mr. Mitarotonda may be deemed to beneficially own the 252,698 shares owned by Barington Companies Equity Partners, L.P. and the 44,551 shares owned by Barington Companies Offshore Fund, Ltd. (BVI), representing an aggregate of 297,249 shares, constituting approximately 2.2% of the Issued and Outstanding Shares. Mr. Mitarotonda has sole voting and dispositive power with respect to the 252,698 shares owned by Barington Companies Equity Partners, L.P. and the 44,551 shares owned by Barington Companies Offshore Fund, Ltd. (BVI) by virtue of his authority to vote and dispose of such shares. Mr. Mitarotonda disclaims beneficial ownership of any such shares except to the extent of his pecuniary interest therein.

As of the date hereof, each of Parche, LLC and Starboard Value & Opportunity Fund, LLC beneficially own 56,160 shares and 294,837 shares of Common Stock, respectively, constituting approximately 0.4% and 2.2%, respectively, of the Issued and Outstanding Shares. As the Managing Member of each of Parche, LLC and Starboard Value & Opportunity Fund, LLC, Admiral Advisors, LLC may be deemed to beneficially own the 56,160 shares and the 294,837 shares, respectively, of Common Stock owned by Parche, LLC and Starboard Value & Opportunity Fund, LLC, representing an aggregate of 350,997 shares, constituting approximately 2.63% of the Issued and Outstanding Shares. As the sole member of Admiral Advisors, LLC, Ramius Capital Group, LLC may be deemed to beneficially own the 56,160 shares and the 294,837 shares of Common Stock owned by Parche, LLC and Starboard Value & Opportunity Fund, LLC, respectively, representing an aggregate of 350,997 shares, constituting approximately 2.63% of the Issued and Outstanding Shares. As the Managing Member of Ramius Capital Group, LLC, C4S & Co., LLC may be deemed to beneficially own the 56,160 shares and the 294,837 shares of Common Stock owned by Parche, LLC and Starboard Value & Opportunity Fund, LLC, respectively, representing an aggregate of 350,997 shares, constituting approximately 2.63% of the Issued and Outstanding Shares. As the Managing Members of C4S & Co., LLC, each of Peter A. Cohen, Morgan B. Stark, Jeffrey M. Solomon and Thomas W. Strauss may be deemed to beneficially own the 56,160 shares and the 294,837 shares of Common Stock owned by Parche, LLC and Starboard Value & Opportunity Fund, LLC, respectively, representing an aggregate of 350,997 shares, constituting approximately 2.63% of the Issued and Outstanding Shares. Each of Messrs. Cohen, Stark, Solomon and Strauss share voting and dispositive power with respect to the 56,160 shares and the 294,837 shares, owned by Parche, LLC and Starboard Value & Opportunity Fund, LLC, respectively, by virtue of their shared authority to vote and dispose of such shares. Messrs. Cohen, Stark, Solomon and Strauss disclaim beneficial ownership of such shares.

As of the date hereof, RJG Capital Partners, L.P. beneficially owns 5,700 shares of Common Stock, constituting approximately 0.043% of the Issued and Outstanding Shares. As the general partner of RJG Capital Partners, L.P., RJG Capital Management, LLC may be deemed to beneficially own the 5,700 shares owned by RJG Capital Partners, L.P., constituting approximately 0.043% of the Issued and Outstanding Shares. As the managing member of RJG Capital Management, LLC, which in turn is the general partner of RJG Capital Partners, L.P., Mr. Gross may be deemed to beneficially own the 5,700 shares owned by RJG Capital Partners, L.P., constituting approximately 0.043% of the Issued and Outstanding Shares. Mr. Gross has sole voting and dispositive power with respect to the 5,700 shares owned by RJG Capital Partners, L.P. by virtue of his authority to vote and dispose of such shares. Mr. Gross disclaims beneficial ownership of any such shares except to the extent of his pecuniary interest therein.

The Reporting Entities do not believe that certain of the foregoing information is called for by the Items of Schedule 13D and are disclosing it for supplemental informational purposes only. Information with respect to each of the Reporting Entities is given solely by such Reporting Entity and no Reporting Entity shall have responsibility for the accuracy or completeness of information supplied by another Reporting Entity.

With the filing of this Amendment No. 8, the Reporting Entities cease to be subject to beneficial ownership filing requirements under Section 13 of the Securities Exchange Act of 1934, as amended, as their beneficial ownership of Common Stock is now below 5%.

(b) Each of the Reporting Entities may be deemed to have sole voting and dispositive power over the shares of Common Stock reported as beneficially owned by such person by virtue of its respective positions as described in paragraph (a), with the exception of Messrs. Cohen, Stark, Solomon and Strauss, who have shared authority to vote and dispose of the shares reported as beneficially owned by them. Messrs. Cohen, Stark, Solomon and Strauss disclaim beneficial ownership of such shares. With the exception of Messrs. Cohen, Stark, Solomon and Strauss, each of the other Reporting Entities may be deemed to have sole voting and dispositive power with respect to the shares each reports as beneficially owned by such person, regardless of the fact that multiple Reporting Entities within the same chain of ownership report sole voting and dispositive power with respect to such shares. Each such Reporting Entity reports sole voting and dispositive power with respect to such shares based on such person's relationship to the other Reporting Entities within the same chain of ownership such shares based on such person's relationship to the other Reporting Entities within the same chain of ownership.

(c) No person identified in Item 2 hereof has effected any transaction in shares of such Common Stock since the filing of the Statement, except to the extent disclosed on the Schedule attached hereto.

## SIGNATURES

After reasonable inquiry and to the best knowledge and belief of the undersigned, the undersigned certify that the information set forth in this Statement is true, complete and correct.

Dated: August 11, 2005

BARINGTON COMPANIES EQUITY PARTNERS, L.P. By: Barington Companies Investors, LLC, its general partner

By: /s/ James A. Mitarotonda Name: James A. Mitarotonda Title: Managing Member

BARINGTON COMPANIES INVESTORS, LLC

By: /s/ James A. Mitarotonda

Name: James A. Mitarotonda

Title: Managing Member

/s/ James A. Mitarotonda James A. Mitarotonda

BARINGTON COMPANIES OFFSHORE FUND, LTD. (BVI)

By: /s/ James A. Mitarotonda Name: James A. Mitarotonda Title: President

BARINGTON COMPANIES ADVISORS, LLC

By: /s/ James A. Mitarotonda Name: James A. Mitarotonda Title: Authorized Signatory BARINGTON CAPITAL GROUP, L.P. By: LNA Capital Corp., its general partner By: /s/ James A. Mitarotonda -----Name: James A. Mitarotonda Title: President and CEO LNA CAPITAL CORP. By: /s/ James A. Mitarotonda - - - - - -Name: James A. Mitarotonda Title: President and CEO PARCHE, LLC By: Admiral Advisors, LLC, its managing member By: /s/ Jeffrey M. Solomon -----Name: Jeffrey M. Solomon Title: Authorized Signatory STARBOARD VALUE & OPPORTUNITY FUND, LLC By: Admiral Advisors, LLC, its managing member By: /s/ Jeffrey M. Solomon ..... Name: Jeffrey M. Solomon Title: Authorized Signatory ADMIRAL ADVISORS, LLC By: Ramius Capital Group, LLC, its sole member By: /s/ Jeffrey M. Solomon -----Name: Jeffrey M. Solomon Title: Authorized Signatory

RAMIUS CAPITAL GROUP, LLC By: C4S & Co., LLC, its Managing Member By: /s/ Jeffrey M. Solomon - - -Name: Jeffrey M. Solomon Title: Managing Member C4S & CO., LLC By: /s/ Jeffrey M. Solomon . . . . . . . . . . . . . . . . . - - -Name: Jeffrey M. Solomon Title: Managing Member /s/ Jeffrey M. Solomon Jeffrey M. Solomon, individually and as attorney-in-fact for Peter A. Cohen, Morgan B. Stark, and Thomas W. Strauss RJG CAPITAL PARTNERS, L.P. By: RJG Capital Management, LLC, its general partner By: /s/ Ronald J. Gross -----Name: Ronald J. Gross Title: Managing Member RJG CAPITAL MANAGEMENT, LLC By: /s/ Ronald J. Gross -----Name: Ronald J. Gross Title: Managing Member /s/ Ronald J. Gross -----Ronald J. Gross

#### SCHEDULE

This schedule sets forth information with respect to each transaction of Common Stock which was effectuated by a Reporting Entity since the filing of the statement. All transactions were effectuated in the open market through a broker.

Shares sold by Barington Companies Equity Partners, L.P.

	Number of		
Date	Shares	Price Per Share	Proceeds(1)
8/10/2005	(5,989)	24.1091	\$ 144,389.40

- ----

(1) Excludes commissions and other execution-related costs.

Shares sold by Barington Companies Offshore Fund, Ltd.

	Number of		
Date	Shares	Price Per Share	Proceeds(2)
8/10/2005	(1,060)	24.1091	\$ 25,555.65

- ----

(2) Excludes commissions and other execution-related costs.

Shares transacted by Parche, LLC

	Number of		
Date	Shares	Price Per Share	Proceeds(3)
8/10/2005	(1,336)	24.1091	\$ 32,209.76

- ----

(3) Excludes commissions and other execution-related costs.

Shares transacted by Starboard Value & Opportunity Fund, LLC

	Number of		
Date	Shares	Price Per Share	Proceeds(4)
8/10/2005	(7,015)	24.1091	\$ 169,125.34

- ----

(4) Excludes commissions and other execution-related costs.