

CHIMERA INVESTMENT CORP

Filed by
COHODES MARC C

FORM SC 13G/A (Amended Statement of Ownership)

Filed 02/12/08

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Symbol	CIM
Fiscal Year	12/31

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

SCHEDULE 13G
(Amendment No. 1)

Under the Securities Exchange Act of 1934

CHIMERA INVESTMENT CORPORATION

(Name of Issuer)

Common stock, par value \$0.01 per share

(Title of Class of Securities)

16934Q109

(CUSIP Number)

December 31, 2007

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule 13G 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 in 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 ("Act") 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).

(1) Names of Reporting Persons. I.R.S. Identification Nos. of Above Persons (entities only):

Marc C. Cohodes

(2) Check the Appropriate Box if a Member of a Group* (See Instructions)
(a) (b)

(3) SEC Use Only

(4) Citizenship or Place of Organization: United States of America

Number of Shares Beneficially Owned by
Each Reporting Person With:

(5) Sole Voting Power:	3,618,057*
(6) Shared Voting Power:	0
(7) Sole Dispositive Power:	3,618,057*
(8) Shared Dispositive Power:	0

(9) Aggregate Amount Beneficially Owned by Each Reporting Person:
3,618,057*

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions): N/A

(11) Percent of Class Represented by Amount in Row (9): 9.8%*

(12) Type of Reporting Person (See Instructions): IN

*As of December 31, 2007, Copper River Partners, L.P., a New York limited partnership ("Copper River"), and the other investment funds and accounts over which Marc C. Cohodes holds investment control and voting control with respect to their investments (collectively, the "Funds"), held in the aggregate 3,618,057 shares of Chimera Investment Corporation common stock, par value \$0.01 per share (the "Common Stock"). Mr. Cohodes by virtue of his position as (i) the managing partner of Copper River, and (ii) the President of Copper River Management, L.P., the investment advisor to the Funds, possesses the sole power to vote and the sole power to direct the disposition of all shares of Common Stock held by Copper River or the Funds. Accordingly, for the purposes of Rule 13d-3 promulgated under the Securities Exchange Act of 1934, as amended, Mr. Cohodes, as of December 31, 2007, is deemed to beneficially own 3,618,057 shares of Common Stock, or 9.8% of those shares of Common Stock deemed issued and outstanding as of that date.

Item 1(a). Name Of Issuer: Chimera Investment Corporation

Item 1(b). Address of Issuer's Principal Executive Offices:

1211 Avenue of the Americas, Suite 2902, New York, New York 10036

Item 2(a). Name of Person Filing: Marc C. Cohodes

Item 2(b). Address of Principal Business Office or, if None, Residence:

c/o Copper River Management, L.P., 12 Linden Place, Second Floor, Red Bank, New Jersey 07701

Item 2(c). Citizenship: United States of America

Item 2(d). Title of Class of Securities: Common stock, par value \$0.01 per share

Item 2(e). CUSIP No.: 16934Q109

Item 3. If This Statement Is Filed Pursuant to Section 240.13d-1(b) or 240.13d-2(b) or (c), check whether the Person Filing is a:

Not Applicable.

Item 4. Ownership*

(a) Amount Beneficially Owned (as of December 31, 2007): 3,618,057*

(b) Percent of Class (as of December 31, 2007):	9.8%*
(c) Number of Shares as to which such person has:	
(i) Sole power to vote or to direct the vote:	3,618,057*
(ii) Shared power to vote or to direct the vote:	0
(iii) Sole power to dispose or to direct the disposition of:	3,618,057*
(iv) Shared power to dispose or to direct the disposition of:	0

*As of December 31, 2007, Copper River Partners, L.P., a New York limited partnership ("Copper River"), and the other investment funds and accounts over which Marc C. Cohodes holds investment control and voting control with respect to their investments (collectively, the "Funds"), held in the aggregate 3,618,057 shares of Chimera Investment Corporation common stock, par value \$0.01 per share (the "Common Stock"). Mr. Cohodes by virtue of his position as (i) the managing partner of Copper River, and (ii) the President of Copper River Management, L.P., the investment advisor to the Funds, possesses the sole power to vote and the sole power to direct the disposition of all shares of Common Stock held by Copper River or the Funds. Accordingly, for the purposes of Rule 13d-3 promulgated under the Securities Exchange Act of 1934, as amended, Mr. Cohodes, as of December 31, 2007, is deemed to beneficially own 3,618,057 shares of Common Stock, or 9.8% of those shares of Common Stock deemed issued and outstanding as of that date.

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 or Control Person

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

SIGNATURE

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.

February 4, 2008

/s/ Marc C. Cohodes

*Marc C. Cohodes, as the managing
partner of Copper River Partners,
L.P. and the President of Copper
River Management, L.P.*

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001)