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

SCHEDULE 13G  
(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 RULE 13d-2(b)

(AMENDMENT NO. 1 )\*

LivePerson, Inc.

-----  
(Name of Issuer)

COMMON STOCK, \$.001 PAR VALUE

-----  
(Title of Class of Securities)

53814610

-----  
(CUSIP Number)

DECEMBER 31, 2001

-----  
(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)
- /x/ 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).

SCHEDULE 13G

Item 1(a). NAME OF ISSUER: LivePerson, Inc. (the "Company")

Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES: 462 7th Avenue -  
21st Floor New York, NY 10018

ITEM 2(a) -----	ITEM 2(b) -----	ITEM 2(c) -----
NAME OF PERSON FILING -----	ADDRESS -----	CITIZENSHIP OR PLACE OF ORGANIZATION -----
Highland Capital Partners IV Limited Partnership ("Highland Capital"), a Delaware limited partnership	92 Hayden Avenue Lexington, MA 02421	Delaware
Highland Management Partners IV LLC ("Highland Management"), a Delaware limited liability company and the sole general partner of Highland Capital	92 Hayden Avenue Lexington, MA 02421	Delaware
Robert F. Higgins, Paul A. Maeder, Daniel J. Nova and Wycliffe K. Grousbeck, the managing members of Highland Management, and Keith E. Benjamin, a former managing member of Highland Management	Highland Capital Partners, Inc. 92 Hayden Avenue Lexington, MA 02421	United States

Item 4. OWNERSHIP.

Not applicable.

Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

This statement is being filed to report the fact that as of the date hereof each reporting person has ceased to be the beneficial owner of more than five percent of the Common Stock, par value \$.001 per share, of the Company.

ALL OTHER ITEMS REPORTED ON THE SCHEDULE 13G DATED AS OF FEBRUARY 5, 2001 AND FILED ON BEHALF OF THE REPORTING PERSONS WITH RESPECT TO THE COMMON STOCK OF LivePerson, INC. REMAIN UNCHANGED.

SIGNATURE

After reasonable inquiry and to the best of his or its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: February 12, 2002

HIGHLAND CAPITAL PARTNERS IV  
LIMITED PARTNERSHIP

By: Highland Management  
Partners IV LLC, Its General Partner

By: /S/ ROBERT F. HIGGINS  
-----

Managing Member

HIGHLAND MANAGEMENT PARTNERS IV LLC

By: /S/ ROBERT F. HIGGINS  
-----

Managing Member

/S/ ROBERT F. HIGGINS  
-----

Robert F. Higgins

/S/ PAUL A. MAEDER  
-----

Paul A. Maeder

/S/ DANIEL J. NOVA  
-----

Daniel J. Nova

/S/ KEITH E. BENJAMIN  
-----

Keith E. Benjamin

/S/ WYCLIFFE K. GROUSBECK  
-----

Wycliffe K. Grousbeck

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CUSIP NO. 53814610  
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13G

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EXHIBIT NO. -----	DESCRIPTION -----	PAGE NO. -----
1	Agreement of Joint Filing	5

EXHIBIT 1

AGREEMENT OF JOINT FILING

Pursuant to Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, the undersigned hereby agree that only one statement containing the information required by Schedule 13G need be filed on behalf of all of the undersigned with respect to the ownership of shares of Common Stock of LivePerson, Inc.

This agreement may be executed in any number of counterparts, each of which shall be deemed an original.

EXECUTED as a sealed instrument this 12th day of February, 2002.

HIGHLAND CAPITAL PARTNERS IV  
LIMITED PARTNERSHIP

By: Highland Management  
Partners IV LLC, Its General Partner

By: /S/ ROBERT F. HIGGINS  
-----  
Managing Member

HIGHLAND MANAGEMENT PARTNERS IV LLC

By: /S/ ROBERT F. HIGGINS  
-----  
Managing Member

/S/ ROBERT F. HIGGINS  
-----  
Robert F. Higgins

/S/ PAUL A. MAEDER  
-----  
Paul A. Maeder

/S/ DANIEL J. NOVA  
-----  
Daniel J. Nova

/S/ KEITH E. BENJAMIN  
-----  
Keith E. Benjamin

/S/ WYCLIFFE K. GROUSBECK  
-----  
Wycliffe K. Grousbeck