

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

Star Maritime Acquisition Corp.  
Form SC 13G/A  
April 19, 2007

SECURITIES & EXCHANGE COMMISSION  
Washington, D.C. 20549

---

SCHEDULE 13G/A\*  
(Rule 13d-102)

Amendment No. 2

Under the Securities Exchange Act of 1934

Star Maritime Acquisition Corporation  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

85516E107  
(CUSIP Number)

April 18, 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 purposes 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).

Continued on following pages  
(Page 1 of 29 Pages)  
Exhibit List: Page 27

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

CUSIP No. 85516E107

13G

Page 2 of 29 Pages

---

(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

SATELLITE FUND II, L.P.

---

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

(a)

(b)

---

(3) SEC USE ONLY

---

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

---

NUMBER OF (5) SOLE VOTING POWER  
SHARES 0

---

BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY 252,239

---

EACH (7) SOLE DISPOSITIVE POWER  
REPORTING 0

---

PERSON WITH (8) SHARED DISPOSITIVE POWER  
252,239

---

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
252,239

---

(10) CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (9) EXCLUDES CERTAIN SHARES \*\*

---

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
0.87%

---

(12) TYPE OF REPORTING PERSON \*\*

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

PN

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 85516E107

13G

Page 3 of 29 Pages

(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

SATELLITE FUND IV, L.P.

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

(a)

(b)

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

NUMBER OF (5) SOLE VOTING POWER  
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY 47,313

EACH (7) SOLE DISPOSITIVE POWER  
REPORTING 0

PERSON WITH (8) SHARED DISPOSITIVE POWER  
47,313

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
47,313

(10) CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (9) EXCLUDES CERTAIN SHARES \*\*

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
0.16%

(12) TYPE OF REPORTING PERSON \*\*  
PN

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

CUSIP No. 85516E107

13G

Page 4 of 29 Pages

---

(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
  
SATELLITE OVERSEAS FUND, LTD.

---

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

---

(3) SEC USE ONLY

---

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
  
CAYMAN ISLANDS

---

NUMBER OF (5) SOLE VOTING POWER  
SHARES 0

---

BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY 614,019

---

EACH (7) SOLE DISPOSITIVE POWER  
REPORTING 0

---

PERSON WITH (8) SHARED DISPOSITIVE POWER  
614,019

---

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
614,019

---

(10) CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (9) EXCLUDES CERTAIN SHARES \*\*

---

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
2.12%

---

(12) TYPE OF REPORTING PERSON \*\*  
CO

---

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

CUSIP No. 85516E107

13G

Page 5 of 29 Pages

---

(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
  
THE APOGEE FUND, LTD. (F/K/A SATELLITE OVERSEAS FUND III, LTD.)

---

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

---

(3) SEC USE ONLY

---

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

CAYMAN ISLANDS

---

NUMBER OF (5) SOLE VOTING POWER  
0

SHARES

---

BENEFICIALLY (6) SHARED VOTING POWER  
113,336

OWNED BY

---

EACH (7) SOLE DISPOSITIVE POWER  
0

REPORTING

---

PERSON WITH (8) SHARED DISPOSITIVE POWER  
113,336

---

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
113,336

---

(10) CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (9) EXCLUDES CERTAIN SHARES \*\*

---

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
0.39%

---

(12) TYPE OF REPORTING PERSON \*\*  
CO

---

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

CUSIP No. 85516E107

13G

Page 6 of 29 Pages

---

(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

SATELLITE OVERSEAS FUND V, LTD.

---

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

(a) [ ]

(b) [X]

---

(3) SEC USE ONLY

---

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
CAYMAN ISLANDS

---

NUMBER OF (5) SOLE VOTING POWER  
SHARES 0

---

BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY 52,769

---

EACH (7) SOLE DISPOSITIVE POWER  
REPORTING 0

---

PERSON WITH (8) SHARED DISPOSITIVE POWER  
52,769

---

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
52,769

---

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

---

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
0.18%

---

(12) TYPE OF REPORTING PERSON \*\*  
CO

---

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

CUSIP No. 85516E107

13G

Page 7 of 29 Pages

---

(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

SATELLITE OVERSEAS FUND VI, LTD.

---

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

(a) [ ]

(b) [X]

---

(3) SEC USE ONLY

---

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
CAYMAN ISLANDS

---

NUMBER OF (5) SOLE VOTING POWER  
SHARES 0

---

BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY 21,134

---

EACH (7) SOLE DISPOSITIVE POWER  
REPORTING 0

---

PERSON WITH (8) SHARED DISPOSITIVE POWER  
21,134

---

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
21,134

---

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

---

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
0.07%

---

(12) TYPE OF REPORTING PERSON \*\*  
CO

---

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

CUSIP No. 85516E107

13G

Page 8 of 29 Pages

---

(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

SATELLITE OVERSEAS FUND VII, LTD.

---

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

(a) [ ]

(b) [X]

---

(3) SEC USE ONLY

---

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
CAYMAN ISLANDS

---

NUMBER OF (5) SOLE VOTING POWER  
SHARES 0

---

BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY 24,591

---

EACH (7) SOLE DISPOSITIVE POWER  
REPORTING 0

---

PERSON WITH (8) SHARED DISPOSITIVE POWER  
24,591

---

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
24,591

---

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

---

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
0.09%

---

(12) TYPE OF REPORTING PERSON \*\*  
CO

---

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!



Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

CUSIP No. 85516E107

13G

Page 9 of 29 Pages

---

(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

SATELLITE OVERSEAS FUND VIII, LTD.

---

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

(a) [ ]

(b) [X]

---

(3) SEC USE ONLY

---

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

CAYMAN ISLANDS

---

NUMBER OF (5) SOLE VOTING POWER  
SHARES 0

---

BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY 38,675

---

EACH (7) SOLE DISPOSITIVE POWER  
REPORTING 0

---

PERSON WITH (8) SHARED DISPOSITIVE POWER  
38,675

---

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
38,675

---

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

---

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
0.13%

---

(12) TYPE OF REPORTING PERSON \*\*  
CO

---

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

CUSIP No. 85516E107

13G

Page 10 of 29 Pages

---

(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
  
SATELLITE OVERSEAS FUND IX, LTD.

---

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \*\*  
  
(a) [ ]  
(b) [X]

---

(3) SEC USE ONLY

---

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
CAYMAN ISLANDS

---

NUMBER OF (5) SOLE VOTING POWER  
SHARES 0

---

BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY 53,604

---

EACH (7) SOLE DISPOSITIVE POWER  
REPORTING 0

---

PERSON WITH (8) SHARED DISPOSITIVE POWER  
53,604

---

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
53,604

---

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

---

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
0.19%

---

(12) TYPE OF REPORTING PERSON \*\*  
CO

---

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 85516E107

13G

Page 11 of 29 Pages

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

SATELLITE STRATEGIC FINANCE PARTNERS, LTD.

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

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

CAYMAN ISLANDS

NUMBER OF (5) SOLE VOTING POWER  
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY 148,469

EACH (7) SOLE DISPOSITIVE POWER  
REPORTING 0

PERSON WITH (8) SHARED DISPOSITIVE POWER  
148,469

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
148,469

(10) CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (9) EXCLUDES CERTAIN SHARES \*\*

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
0.51%

(12) TYPE OF REPORTING PERSON \*\*  
CO

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

---

(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
  
SATELLITE ASSET MANAGEMENT, L.P.

---

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

---

(3) SEC USE ONLY

---

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
DELAWARE

---

NUMBER OF (5) SOLE VOTING POWER  
SHARES 0

---

BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY 1,366,149

---

EACH (7) SOLE DISPOSITIVE POWER  
REPORTING 0

---

PERSON WITH (8) SHARED DISPOSITIVE POWER  
1,366,149

---

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,366,149

---

(10) CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (9) EXCLUDES CERTAIN SHARES\*\*

---

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
4.71%

---

(12) TYPE OF REPORTING PERSON \*\*  
PN

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

SATELLITE FUND MANAGEMENT LLC

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \*\*  
(a) [ ]  
(b) [X]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
DELAWARE

NUMBER OF (5) SOLE VOTING POWER  
0  
SHARES

BENEFICIALLY (6) SHARED VOTING POWER  
1,366,149  
OWNED BY

EACH (7) SOLE DISPOSITIVE POWER  
0  
REPORTING

PERSON WITH (8) SHARED DISPOSITIVE POWER  
1,366,149

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,366,149

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

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
4.71%

(12) TYPE OF REPORTING PERSON \*\*  
OO

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 85516E107

13G

Page 14 of 29 Pages

(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

SATELLITE ADVISORS, L.L.C.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \*\*  
(a) [ ]

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

(b) [X]

---

|     |              |
|-----|--------------|
| (3) | SEC USE ONLY |
|-----|--------------|

---

|     |  |
|-----|--|
| (4) | CITIZENSHIP OR PLACE OF ORGANIZATION<br>DELAWARE |
|-----|--|

---

|                     |     |                        |
|---------------------|-----|------------------------|
| NUMBER OF<br>SHARES | (5) | SOLE VOTING POWER<br>0 |
|---------------------|-----|------------------------|

---

|                          |     |                                |
|--------------------------|-----|--------------------------------|
| BENEFICIALLY<br>OWNED BY | (6) | SHARED VOTING POWER<br>299,552 |
|--------------------------|-----|--------------------------------|

---

|                                  |     |                             |
|----------------------------------|-----|-----------------------------|
| EACH<br>REPORTING<br>PERSON WITH | (7) | SOLE DISPOSITIVE POWER<br>0 |
|----------------------------------|-----|-----------------------------|

---

|  |     |                                     |
|--|-----|-------------------------------------|
|  | (8) | SHARED DISPOSITIVE POWER<br>299,552 |
|--|-----|-------------------------------------|

---

|     |   |
|-----|---|
| (9) | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>299,552 |
|-----|---|

---

|      |  |
|------|--|
| (10) | CHECK BOX IF THE AGGREGATE AMOUNT<br>IN ROW (9) EXCLUDES CERTAIN SHARES**<br>[ ] |
|------|--|

---

|      |  |
|------|--|
| (11) | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)<br>1.03% |
|------|--|

---

|      |                                   |
|------|-----------------------------------|
| (12) | TYPE OF REPORTING PERSON **<br>OO |
|------|-----------------------------------|

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 85516E107

13G

Page 15 of 29 Pages

---

The Schedule 13G dated September 18, 2006 and filed on October 2, 2006 is hereby amended and restated by this Amendment No. 2 to the Schedule 13G.

Item 1(a). NAME OF ISSUER:

Star Maritime Acquisition Corporation (the "Issuer").

Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

103 Foulk Road  
Wilmington, DE 19803

Item 2(a). NAME OF PERSON FILING:

This statement is filed by:

- (i) Satellite Fund II, L.P. ("Satellite II");
- (ii) Satellite Fund IV, L.P. ("Satellite IV");
- (iii) Satellite Overseas Fund, Ltd. ("Satellite Overseas")
- (iv) The Apogee Fund, Ltd. (f/k/a Satellite Overseas Fund III, Ltd.) ("Apogee");
- (v) Satellite Overseas Fund V, Ltd. ("Satellite Overseas V");
- (vi) Satellite Overseas Fund VI, Ltd. ("Satellite Overseas VI");
- (vii) Satellite Overseas Fund VII, Ltd. ("Satellite Overseas VII");
- (viii) Satellite Overseas Fund VIII, Ltd. ("Satellite Overseas VIII");
- (ix) Satellite Overseas Fund IX, Ltd. ("Satellite Overseas IX");
- (x) Satellite Strategic Finance Partners, Ltd. ("SSFP");
- (xi) Satellite Asset Management, L.P. ("Satellite Asset Management");
- (xii) Satellite Fund Management LLC ("Satellite Fund Management"); and
- (xiii) Satellite Advisors, L.L.C. ("Satellite Advisors").

This statement relates to Shares (as defined herein) held by (i) Satellite II, Satellite IV (collectively, the "Delaware Funds") over which Satellite Advisors has discretionary trading authority, as general partner, and (ii) Satellite Overseas, Apogee, Satellite Overseas V, Satellite Overseas VI, Satellite Overseas VII, Satellite Overseas VIII, Satellite Overseas IX and SSFP (collectively, the "Offshore Funds" and together with the Delaware Funds, the "Satellite Funds") over which Satellite Asset Management has discretionary investment trading authority. The general partner of Satellite Asset Management is Satellite Fund Management. Satellite Fund Management and Satellite Advisors each share the same Executive Committee that make investment decisions on behalf of the Satellite Funds and investment decisions made by such Executive Committee, when necessary, are made through approval of a majority of Executive Committee members.

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons." Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

The address of the business office of each of the Reporting Persons is 623 Fifth Avenue, 19th Floor, New York, NY 10022.

CUSIP No. 85516E107

13G

Page 16 of 29 Pages

---

Item 2(c). CITIZENSHIP:

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

- 1) Satellite II is a Delaware limited partnership;
- 2) Satellite IV is a Delaware limited partnership;
- 3) Satellite Overseas is a Cayman Islands exempted company;
- 4) Apogee is a Cayman Islands exempted company;
- 5) Satellite Overseas V is a Cayman Islands exempted company;
- 6) Satellite Overseas VI is a Cayman Islands exempted company;
- 7) Satellite Overseas VII is a Cayman Islands exempted company;
- 8) Satellite Overseas VIII is a Cayman Islands exempted company;
- 9) Satellite Overseas IX is a Cayman Islands exempted company;
- 10) SSFP is a Cayman Islands exempted company;
- 11) Satellite Asset Management is a Delaware limited partnership;
- 12) Satellite Fund Management is a Delaware limited liability company; and
- 13) Satellite Advisors is a Delaware limited liability company.

Item 2(d). TITLE OF CLASS OF SECURITIES:

Common Stock, \$.0001 par value per share (the "Shares").

Item 2(e). CUSIP NUMBER:

85516E107

Item 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1(b) or 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

- (a)  Broker or dealer registered under Section 15 of the Act,
- (b)  Bank as defined in Section 3(a)(6) of the Act,
- (c)  Insurance Company as defined in Section 3(a)(19) of the Act,

CUSIP No. 85516E107

13G

Page 17 of 29 Pages

- 
- (d)  Investment Company registered under Section 8 of the Investment Company Act of 1940,



Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

- (e)  Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E),
- (f)  Employee Benefit Plan or Endowment Fund in accordance with 13d-1(b)(1)(ii)(F),
- (g)  Parent Holding Company or control person in accordance with Rule 13d-1(b)(1)(ii)(G),
- (h)  Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act,
- (i)  Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940,
- (j)  Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to 13d-1(c), check this box:

CUSIP No. 85516E107

13G

Page 18 of 29 Pages

---

Item 4. OWNERSHIP.

The percentages used herein and in the rest of Item 4 are calculated based upon the 29,026,924 shares of Common Stock issued and outstanding as of December 31, 2006, as described in the Issuer's Form 10-K filed on March 14, 2007.

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

Satellite Fund II, L.P.

- 
- (a) Amount beneficially owned: 252,239
  - (b) Percent of class: 0.87%
  - (c) Number of shares as to which the person has:
    - (i) Sole power to vote or direct the vote 0
    - (ii) Shared power to vote or to direct the vote 252,239
    - (iii) Sole power to dispose or to direct the disposition of 0
    - (iv) Shared power to dispose or to direct the disposition of 252,239

Satellite Fund IV, L.P.

- 
- (a) Amount beneficially owned: 47,313
  - (b) Percent of class: 0.16%
  - (c) Number of shares as to which the person has:
    - (i) Sole power to vote or direct the vote 0
    - (ii) Shared power to vote or to direct the vote 47,313
    - (iii) Sole power to dispose or to direct the disposition of 0
    - (iv) Shared power to dispose or to direct the disposition of 47,313

Satellite Overseas Fund, Ltd.

- 
- (a) Amount beneficially owned: 614,019
  - (b) Percent of class: 2.12%
  - (c) Number of shares as to which the person has:
    - (i) Sole power to vote or direct the vote 0
    - (ii) Shared power to vote or to direct the vote 614,019
    - (iii) Sole power to dispose or to direct the disposition of 0
    - (iv) Shared power to dispose or to direct the disposition of 614,019

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

The Apogee Fund, Ltd. (f/k/a Satellite Overseas Fund III, Ltd.)

-----  
(a) Amount beneficially owned: 113,336  
(b) Percent of class: 0.39%  
(c) Number of shares as to which the person has:  
(i) Sole power to vote or direct the vote 0  
(ii) Shared power to vote or to direct the vote 113,336  
(iii) Sole power to dispose or to direct the disposition of 0  
(iv) Shared power to dispose or to direct the disposition of 113,336

Satellite Overseas Fund V, Ltd.

-----  
(a) Amount beneficially owned: 52,769  
(b) Percent of class: 0.18%  
(c) Number of shares as to which the person has:  
(i) Sole power to vote or direct the vote 0  
(ii) Shared power to vote or to direct the vote 52,769  
(iii) Sole power to dispose or to direct the disposition of 0  
(iv) Shared power to dispose or to direct the disposition of 52,769

CUSIP No. 85516E107

13G

Page 20 of 29 Pages

Satellite Overseas Fund VI, Ltd.

-----  
(a) Amount beneficially owned: 21,134  
(b) Percent of class: 0.07%  
(c) Number of shares as to which the person has:  
(i) Sole power to vote or direct the vote 0  
(ii) Shared power to vote or to direct the vote 21,134  
(iii) Sole power to dispose or to direct the disposition of 0  
(iv) Shared power to dispose or to direct the disposition of 21,134

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

Satellite Overseas Fund VII, Ltd.  
-----

- (a) Amount beneficially owned: 24,591
- (b) Percent of class: 0.09%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or direct the vote 0
  - (ii) Shared power to vote or to direct the vote 24,591
  - (iii) Sole power to dispose or to direct the disposition of 0
  - (iv) Shared power to dispose or to direct the disposition of 24,591

Satellite Overseas Fund VIII, Ltd.  
-----

- (a) Amount beneficially owned: 38,675
- (b) Percent of class: 0.13%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or direct the vote 0
  - (ii) Shared power to vote or to direct the vote 38,675
  - (iii) Sole power to dispose or to direct the disposition of 0
  - (iv) Shared power to dispose or to direct the disposition of 38,675

CUSIP No. 85516E107

13G

Page 21 of 29 Pages

Satellite Overseas Fund IX, Ltd.  
-----

- (a) Amount beneficially owned: 53,604
- (b) Percent of class: 0.19%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or direct the vote 0
  - (ii) Shared power to vote or to direct the vote 53,604
  - (iii) Sole power to dispose or to direct the disposition of 0
  - (iv) Shared power to dispose or to direct the disposition of 53,604

Satellite Strategic Finance Partners, Ltd.  
-----

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

- (a) Amount beneficially owned: 148,469
- (b) Percent of class: 0.51%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or direct the vote 0
  - (ii) Shared power to vote or to direct the vote 148,469
  - (iii) Sole power to dispose or to direct the disposition of 0
  - (iv) Shared power to dispose or to direct the disposition of 148,469

Satellite Asset Management, L.P.  
-----

- (a) Amount beneficially owned: 1,366,149
- (b) Percent of class: 4.71%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or direct the vote 0
  - (ii) Shared power to vote or to direct the vote 1,366,149
  - (iii) Sole power to dispose or to direct the disposition of 0
  - (iv) Shared power to dispose or to direct the disposition of 1,366,149

CUSIP No. 85516E107

13G

Page 22 of 29 Pages

---

Satellite Fund Management LLC  
-----

- (a) Amount beneficially owned: 1,366,149
- (b) Percent of class: 4.71%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or direct the vote 0
  - (ii) Shared power to vote or to direct the vote 1,366,149
  - (iii) Sole power to dispose or to direct the disposition of 0
  - (iv) Shared power to dispose or to direct the disposition of 1,366,149

Satellite Advisors, L.L.C.  
-----

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

- (a) Amount beneficially owned: 299,552
- (b) Percent of class: 1.03%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or direct the vote 0
  - (ii) Shared power to vote or to direct the vote 299,552
  - (iii) Sole power to dispose or to direct the disposition of 0
  - (iv) Shared power to dispose or to direct the disposition of 299,552

Satellite Asset Management, Satellite Fund Management and Satellite Advisors expressly declare that this filing shall not be construed as an admission that each is, for the purposes of sections 13(d) or 13(g) of the Act, the beneficial owner of any securities covered by this filing.

CUSIP No. 85516E107

13G

Page 23 of 29 Pages

---

Item 5. OWNERSHIP OF FIVE 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% OF THE CLASS OF SECURITIES, CHECK THE FOLLOWING [X]

Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

The investment manager of the Offshore Funds and the general partner of the Delaware Funds each have the power to direct the receipt of dividends from, or proceeds from the sale of, the securities held for the accounts of their respective funds.

Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

This Item 7 is not applicable.

Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

This Item 8 is not applicable.

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

Item 9. NOTICE OF DISSOLUTION OF GROUP.

This Item 9 is not applicable.

Item 10. CERTIFICATION.

Each of the Reporting Persons hereby makes the following 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.

CUSIP No. 85516E107

13G

Page 24 of 29 Pages

---

SIGNATURES

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

DATED: April 19, 2007

SATELLITE FUND II, L.P.

By: Satellite Advisors, L.L.C.,  
as General Partner

By: /s/ Simon Raykher  
-----

Name: Simon Raykher  
Title: Attorney-in-Fact

DATED: April 19, 2007

SATELLITE FUND IV, L.P.

By: Satellite Advisors, L.L.C.,  
as General Partner

By: /s/ Simon Raykher  
-----

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

Name: Simon Raykher  
Title: Attorney-in-Fact

DATED: April 19, 2007

SATELLITE OVERSEAS FUND, LTD.

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: General Counsel

CUSIP No. 85516E107

13G

Page 25 of 29 Pages

---

DATED: April 19, 2007

THE APOGEE FUND, LTD.

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: General Counsel

DATED: April 19, 2007

SATELLITE OVERSEAS FUND V, LTD.

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: General Counsel

DATED: April 19, 2007

SATELLITE OVERSEAS FUND VI, LTD.

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: General Counsel

DATED: April 19, 2007

SATELLITE OVERSEAS FUND VII, LTD.



Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: General Counsel

DATED: April 19, 2007

SATELLITE OVERSEAS FUND VIII, LTD.

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: General Counsel

CUSIP No. 85516E107

13G

Page 26 of 29 Pages

---

DATED: April 19, 2007

SATELLITE OVERSEAS FUND IX, LTD.

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: General Counsel

DATED: April 19, 2007

SATELLITE STRATEGIC FINANCE PARTNERS, LTD.

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: General Counsel

DATED: April 19, 2007

SATELLITE ASSET MANAGEMENT, L.P.

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: General Counsel

DATED: April 19, 2007

SATELLITE FUND MANAGEMENT LLC

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

By: /s/ Simon Raykher  
-----  
Name: Simon Raykher  
Title: Attorney-in-Fact

DATED: April 19, 2007

SATELLITE ADVISORS, L.L.C.

By: /s/ Simon Raykher  
-----  
Name: Simon Raykher  
Title: Attorney-in-Fact

CUSIP No. 85516E107

13G

Page 27 of 29 Pages

---

EXHIBIT A

JOINT FILING AGREEMENT

The undersigned hereby agree that this statement on Schedule 13G with respect to the Common Stock of Star Maritime Acquisition Corporation, dated as of April 19, 2007, is, and any amendments thereto (including amendments on Schedule 13G) signed by each of the undersigned shall be, filed on behalf of each of us pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934.

DATED: April 19, 2007

SATELLITE FUND II, L.P.

By: Satellite Advisors, L.L.C.,  
as General Partner

By: /s/ Simon Raykher  
-----  
Name: Simon Raykher  
Title: Attorney-in-Fact

DATED: April 19, 2007

SATELLITE FUND IV, L.P.

By: Satellite Advisors, L.L.C.,  
as General Partner

By: /s/ Simon Raykher  
-----  
Name: Simon Raykher

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

Title: Attorney-in-Fact

DATED: April 19, 2007

SATELLITE OVERSEAS FUND, LTD.

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher  
-----

Name: Simon Raykher  
Title: General Counsel

CUSIP No. 85516E107

13G

Page 28 of 29 Pages

---

DATED: April 19, 2007

THE APOGEE FUND, LTD.

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher  
-----

Name: Simon Raykher  
Title: General Counsel

DATED: April 19, 2007

SATELLITE OVERSEAS FUND V, LTD.

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher  
-----

Name: Simon Raykher  
Title: General Counsel

DATED: April 19, 2007

SATELLITE OVERSEAS FUND VI, LTD.

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher  
-----

Name: Simon Raykher  
Title: General Counsel

DATED: April 19, 2007

SATELLITE OVERSEAS FUND VII, LTD.

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: General Counsel

DATED: April 19, 2007

SATELLITE OVERSEAS FUND VIII, LTD.

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: General Counsel

CUSIP No. 85516E107

13G

Page 29 of 29 Pages

---

DATED: April 19, 2007

SATELLITE OVERSEAS FUND IX, LTD.

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: General Counsel

DATED: April 19, 2007

SATELLITE STRATEGIC FINANCE PARTNERS, LTD.

By: Satellite Asset Management L.P.,  
as Investment Manager

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: General Counsel

DATED: April 19, 2007

SATELLITE ASSET MANAGEMENT, L.P.

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: General Counsel

Edgar Filing: Star Maritime Acquisition Corp. - Form SC 13G/A

DATED: April 19, 2007

SATELLITE FUND MANAGEMENT LLC

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: Attorney-in-Fact

DATED: April 19, 2007

SATELLITE ADVISORS, L.L.C.

By: /s/ Simon Raykher

-----  
Name: Simon Raykher  
Title: Attorney-in-Fact