

Edgar Filing: FreeSeas Inc. - Form SC 13D/A

FreeSeas Inc.
Form SC 13D/A
February 05, 2007

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13D
(RULE 13D-101)

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

Amendment No. 3

FreeSeas Inc.

(Name of Issuer)

Common Stock
(Title of Class of Securities)

Y26496102

(CUSIP Number)

Paul D. Sonkin
Hummingbird Management, LLC
(f/k/a Morningside Value Investors, LLC)
460 Park Avenue, 12th Floor
New York, New York 10022

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

January 17, 2007

(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 that 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 .

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

1 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 disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be

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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. Y26496102

13D/A

Page 2 of 11 Pages

=====		
1	NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	Hummingbird Management, LLC (f/k/a Morningside Value Investors, LLC) IRS No. 13-4082842	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) / / (b) /X/
3	SEC USE ONLY	
4	SOURCE OF FUNDS OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	/ /
6	CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE	
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7 SOLE VOTING POWER 467,296
		8 SHARED VOTING POWER -0-
		9 SOLE DISPOSITIVE POWER 467,296
		10 SHARED DISPOSITIVE POWER -0-
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	467,296
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	

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7.4%

 14 TYPE OF REPORTING PERSON*
 OO
 =====

 CUSIP No. Y26496102 13D/A Page 3 of 11 Pages

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1 NAME OF REPORTING PERSONS S.S. OR
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Paul D. Sonkin

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

3 SEC USE ONLY

4 SOURCE OF FUNDS
 OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
 PURSUANT TO ITEM 2(d) OR 2(e) / /

6 CITIZENSHIP OR PLACE OF ORGANIZATION
 UNITED STATES

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER
		467,296

8	SHARED VOTING POWER
	-0-

9	SOLE DISPOSITIVE POWER
	467,296

10	SHARED DISPOSITIVE POWER
	-0-

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
 PERSON
 467,296

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
 SHARES* / /

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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

7.4%

14 TYPE OF REPORTING PERSON

OO

CUSIP No. Y26496102

13D/A

Page 4 of 11 Pages

1 NAME OF REPORTING PERSONS S.S. OR
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Hummingbird Capital, LLC
(f/k/a Morningside Capital, LLC)

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

3 SEC USE ONLY

4 SOURCE OF FUNDS
OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEM 2(d) OR 2(e) / /

6 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

NUMBER OF 7 SOLE VOTING POWER
SHARES
BENEFICIALLY 467,296
OWNED BY
EACH
REPORTING
PERSON WITH

8 SHARED VOTING POWER

-0-

9 SOLE DISPOSITIVE POWER

467,296

10 SHARED DISPOSITIVE POWER

-0-

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON

467,296 (1)

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 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
 SHARES / /

 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 7.4%

 14 TYPE OF REPORTING PERSON
 OO

=====

 CUSIP No. Y26496102 13D/A Page 5 of 11 Pages

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 1 NAME OF REPORTING PERSONS S.S. OR
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
 Hummingbird Value Fund, L.P.

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

 3 SEC USE ONLY

 4 SOURCE OF FUNDS
 WC

 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
 PURSUANT TO ITEM 2(d) OR 2(e) / /

 6 CITIZENSHIP OR PLACE OF ORGANIZATION
 DELAWARE

 NUMBER OF 7 SOLE VOTING POWER
 SHARES
 BENEFICIALLY 189,537
 OWNED BY
 EACH
 REPORTING
 PERSON WITH

 8 SHARED VOTING POWER
 -0-

 9 SOLE DISPOSITIVE POWER
 189,537

 10 SHARED DISPOSITIVE POWER
 -0-

 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
 PERSON

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189,537

 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
 SHARES / /

 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 3.0%

 14 TYPE OF REPORTING PERSON
 LP
 =====

 CUSIP No. Y26496102 13D/A Page 6 of 11 Pages

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1 NAME OF REPORTING PERSONS S.S. OR
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
 Hummingbird Microcap Value Fund, L.P.

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

3 SEC USE ONLY

4 SOURCE OF FUNDS
 WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
 PURSUANT TO ITEM 2(d) OR 2(e) / /

6 CITIZENSHIP OR PLACE OF ORGANIZATION
 DELAWARE

NUMBER OF 7 SOLE VOTING POWER
 SHARES 189,214
 BENEFICIALLY OWNED BY
 EACH REPORTING
 PERSON WITH -----

8 SHARED VOTING POWER
 -0-

9 SOLE DISPOSITIVE POWER
 189,214

10 SHARED DISPOSITIVE POWER
 -0-

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING

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PERSON

189,214(1)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES* / /

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

3.0%

14 TYPE OF REPORTING PERSON

LP

CUSIP No. Y26496102

13D/A

Page 7 of 11 Pages

1 NAME OF REPORTING PERSONS S.S. OR
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Hummingbird Concentrated Fund, L.P.

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

3 SEC USE ONLY

4 SOURCE OF FUNDS
WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEM 2(d) OR 2(e) / /

6 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

NUMBER OF 7 SOLE VOTING POWER
SHARES
BENEFICIALLY 88,545
OWNED BY
EACH
REPORTING
PERSON WITH

8 SHARED VOTING POWER

-0-

9 SOLE DISPOSITIVE POWER

88,545

10 SHARED DISPOSITIVE POWER

-0-

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November 15, 2006, as disclosed in the issuer's Form 6-K and filed with the SEC on December 1, 2006. Hummingbird disclaims any beneficial ownership of the Shares covered by this Statement.

HVF is the beneficial owner of 189,214 Shares or 3.0% of the outstanding shares of the Issuer.

Microcap Fund is the beneficial owner of 189,214 Shares or 3.0% of the outstanding shares of the Issuer.

Concentrated Fund is the beneficial owner of 88,545 Shares or 1.4% of the outstanding shares of the Issuer.

CUSIP No. Y26496102

13D/A

Page 9 of 11 Pages

Hummingbird caused HVF to effect transactions in the common stock during the past 60 days as set forth below:

DATE ----	TYPE ----	AMOUNT OF SHARES -----	PRICE/SHARE -----
12/22/2006	open market purchase	1,200	2.965
12/27/2006	open market purchase	300	3.352
12/28/2006	open market purchase	800	3.010
12/29/2006	open market purchase	900	2.938
1/8/2007	open market purchase	500	3.260
12/22/2006	open market sale	50	3.040
1/9/2007	open market sale	33,876	4.389
1/11/2007	open market sale	3,588	4.203
1/16/2007	open market sale	21,100	4.374
1/17/2007	open market sale	9,600	4.729
1/18/2007	open market sale	6,322	4.970
1/18/2007	open market sale	4,059	5.027
1/22/2007	open market sale	3,950	4.787
1/24/2007	open market sale	2,500	4.871
1/25/2007	open market sale	6,811	4.816
1/26/2007	open market sale	150	4.809
1/30/2007	open market sale	2,500	4.780
1/31/2007	open market sale	1,500	4.729

Hummingbird caused Microap Fund to effect transactions in the common stock during the past 60 days as set forth below:

DATE ----	TYPE ----	AMOUNT OF SHARES -----	PRICE/SHARE -----
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12/22/2006	open market purchase	1,200	2.965
12/27/2006	open market purchase	300	3.352
12/28/2006	open market purchase	600	3.010
12/29/2006	open market purchase	900	2.938
1/8/2007	open market purchase	500	3.260
12/22/2006	open market sale	50	3.040
1/9/2007	open market sale	33,828	4.389
1/11/2007	open market sale	3,583	4.203
1/16/2007	open market sale	21,100	4.374
1/17/2007	open market sale	9,600	4.729
1/18/2007	open market sale	4,052	5.027
1/18/2007	open market sale	6,312	4.970
1/22/2007	open market sale	3,950	4.787
1/24/2007	open market sale	2,500	4.871
1/25/2007	open market sale	6,800	4.816
1/26/2007	open market sale	150	4.809
1/30/2007	open market sale	2,500	4.780
1/31/2007	open market sale	1,500	4.729

CUSIP No. Y26496102

13D/A

Page 10 of 11 Pages

Hummingbird caused Concentrated Fund to effect transactions in the common stock during the past 60 days as set forth below:

DATE	TYPE	AMOUNT OF SHARES	PRICE/SHARE
----	----	-----	-----
12/28/2006	open market purchase	600	3.010
1/9/2007	open market sale	17,264	4.389
1/11/2007	open market sale	1,829	4.203
1/12/2007	open market sale	4,628	4.253
1/16/2007	open market sale	10,356	4.374
1/17/2007	open market sale	4,920	4.729
1/18/2007	open market sale	1,989	5.027
1/18/2007	open market sale	3,098	4.970
1/19/2007	open market sale	167	5.000
1/24/2007	open market sale	1,500	4.871
1/25/2007	open market sale	3,389	4.816
1/26/2007	open market sale	1,000	4.809
1/29/2007	open market sale	1,100	4.809
1/30/2007	open market sale	2,715	4.780
1/31/2007	open market sale	1,500	4.729
2/1/2007	open market sale	1,000	4.700
2/2/2007	open market sale	501	4.700

(d) Inapplicable.

(e) Inapplicable.

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By: /s/ Paul D. Sonkin

Name: Paul D. Sonkin
Title: Managing Member

By: /s/ Paul D. Sonkin

Name: Paul D. Sonkin

HUMMINGBIRD CAPITAL, LLC
(f/k/a Morningside Capital, LLC)

By: /s/ Paul D. Sonkin

Name: Paul D. Sonkin
Title: Managing Member

By: /s/ Paul D. Sonkin

Name: Paul D. Sonkin