

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

Star Maritime Acquisition Corp.  
Form SC 13G/A  
December 28, 2007

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 1)\*

Star Maritime Acquisition Corp.  
-----  
(Name of Issuer)

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

85516E107  
-----

(CUSIP Number)

November 30, 2007  
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(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)  
 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 on 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).

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CUSIP No. 85516E107  
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13G

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1            NAME OF REPORTING PERSON  
             S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

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Giovine Capital Group 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

|  |   |                          |
|--|---|--------------------------|
|  | 5 | SOLE VOTING POWER        |
|  |   | 0                        |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON<br>WITH | 6 | SHARED VOTING POWER      |
|  |   | 0                        |
|  | 7 | SOLE DISPOSITIVE POWER   |
|  |   | 0                        |
|  | 8 | SHARED DISPOSITIVE POWER |
|  |   | 0                        |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

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

N/A

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0%

12 TYPE OF REPORTING PERSON\*

IA

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CUSIP No. 85516E107

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1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Thomas A. Giovine

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-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [X]  
-----  
3 SEC USE ONLY  
-----  
4 CITIZENSHIP OR PLACE OF ORGANIZATION  
United States  
-----  
5 SOLE VOTING POWER  
0  
-----  
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
6 SHARED VOTING POWER  
0  
-----  
7 SOLE DISPOSITIVE POWER  
0  
-----  
8 SHARED DISPOSITIVE POWER  
0  
-----  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
0  
-----  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
N/A  
-----  
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
0%  
-----  
12 TYPE OF REPORTING PERSON\*  
IN  
-----

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Item 1(a): Name of Issuer:  
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The name of the issuer is Star Maritime Acquisition Corp. (the "Company").

Item 1(b): Address of Issuer's Principal Executive Offices:  
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The Company's principal executive offices are located at 103 Foulk Road, Wilmington, Delaware 19803.

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Item 2(a): Name of Person Filing:  
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This statement is filed by:

1. Giovine Capital Group LLC, a Delaware limited liability company ("Giovine Capital"), which serves as investment adviser and management company to several investment funds and managed accounts (collectively, the "Funds"), with respect to shares of Common Stock directly owned by the Funds and shares of Common Stock issuable upon the exercise of warrants for Common Stock ("Warrants") directly owned by the Funds (collectively, the "Shares"); and
2. Thomas A. Giovine ("Mr. Giovine"), who serves as the managing member of Giovine Capital, with respect to the Shares.

Giovine Capital may be deemed to beneficially own the Shares by virtue of its position as investment manager of the Funds. Mr. Giovine may be deemed to beneficially own the Shares by virtue of his position as managing member of Giovine Capital. Giovine Capital and Mr. Giovine 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:  
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The address of the principal business offices of Giovine Capital and Mr. Giovine is 1333 2nd Street, Suite 650, Santa Monica, California 90401.

Item 2(c): Citizenship:  
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Giovine Capital is organized under the laws of Delaware. Mr. Giovine is a citizen of the United States.

Item 2(d): Title of Class of Securities:  
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Common Stock, par value \$0.0001 per share("Common Stock")

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Item 2(e): CUSIP Number:  
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85516E107

Item 3: If this statement is filed pursuant to Rules 13d-1(b) or  
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13d-2(b) or (c), check whether the person filing is a:  
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- (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,

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- (d) [ ] Investment Company registered under Section 8 of the Investment Company Act of 1940,
- (e) [X] 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).

Item 4: Ownership:

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As reported in the Issuer's 8-K, filed with the Securities and Exchange Commission on November 30, 2007, the Issuer completed a merger by which the Issuer merged with and into Star Bulk Carriers Corp. ("Star Bulk") with Star Bulk as the surviving entity (the "Merger"). Pursuant to the terms of the Merger, effective as of November 30, 2007, all outstanding shares of the Issuer's Common Stock were exchanged for shares of common stock of Star Bulk. As a result, the Reporting Persons no longer beneficially own any shares of Common Stock of the Issuer.

As of the close of business on November 30, 2007:

A. Giovine Capital

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

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B. Mr. Giovine

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

Item 5: Ownership of Five Percent or Less of a Class:

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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

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five percent of the class of securities, check the following: [X]

Item 6: Ownership of More than Five Percent on Behalf of Another  
-----  
Person:  
-----

Other than as set forth herein, no other person is known to have the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of, the securities reported in this Schedule 13G.

Item 7: Identification and Classification of the Subsidiary Which  
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Acquired the Security Being Reported on by the Parent  
-----  
Holding Company:  
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Not applicable.

Item 8: Identification and Classification of Members of the Group:  
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Not applicable.

Item 9: Notice of Dissolution of Group:  
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Not applicable.

Item 10: Certification:  
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Each Reporting Person 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 acquired and are held in the ordinary course of business and 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.

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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.

DATED: December 28, 2007

GIOVINE CAPITAL GROUP LLC

By: /s/ David R. Beach

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-----  
Name: David R. Beach  
Title: Chief Operating Officer

/s/ Thomas A. Giovine

-----  
Thomas A. Giovine

[SIGNATURE PAGE TO AMENDMENT NO. 1 TO SCHEDULE 13G  
WITH RESPECT TO STAR MARITIME ACQUISITION CORP.]