

ENGLANDER ISRAEL A

Form 4/A

May 07, 2009

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
**INTEGRATED CORE
STRATEGIES (US) LLC**

(Last) (First) (Middle)

**C/O MILLENNIUM
MANAGEMENT LLC, 666 FIFTH
AVENUE, 8TH FLOOR**

(Street)

NEW YORK, NY 10103-0899

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Global Ship Lease, Inc. [GSL]

3. Date of Earliest Transaction
(Month/Day/Year)
05/01/2009

4. If Amendment, Date Original
Filed(Month/Day/Year)
05/05/2009

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
X Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------------|---|---|---|---|--|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Class A Common Shares | 05/01/2009 | | S | | 50,000 | D | \$ 1.7 1,891,018 |
| Class A Common Shares | 05/01/2009 | | S | | 50,000 | D | \$ 1.73 1,841,018 |
| Class A Common Shares | 05/01/2009 | | S | | 50,000 | D | \$ 1.74 1,791,018 |
| Class A | 05/01/2009 | | S | | 20,415 | D | \$ 1,770,603 |

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| | | | | | | | | |
|-----------------------|---------------------------|------------------|-----------------------|---|------------------------|--------------------------|--|--|
| Common Shares | | | | | | 1.75 | | |
| Class A Common Shares | 05/01/2009 | S | 50,000 | D | \$ 1.76 | 1,720,603 | D | |
| Class A Common Shares | 05/01/2009 | S | 14,101 | D | \$ 1.77 | 1,706,502 | D | |
| Class A Common Shares | 05/01/2009 ⁽¹⁾ | S ⁽¹⁾ | 20,000 ⁽¹⁾ | D | \$ 1.78 ⁽¹⁾ | 1,686,502 | D | |
| Class A Common Shares | 05/01/2009 | S | 5,700 | D | \$ 1.95 | 1,680,082 | D | |
| Class A Common Shares | 05/01/2009 | S | 1,500 | D | \$ 1.96 | 1,679,302 | D | |
| Class A Common Shares | 05/04/2009 | S | 25,000 | D | \$ 1.84 | 1,654,302 | D | |
| Class A Common Shares | 05/04/2009 | S | 47,900 | D | \$ 1.85 | 1,606,402 | D | |
| Class A Common Shares | 05/04/2009 | S | 2,100 | D | \$ 1.86 | 1,604,302 ⁽²⁾ | D ⁽⁴⁾ ⁽⁵⁾ ⁽⁶⁾ | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |

| | | | | Amount or Number of Shares |
|---------|---------------------|---------------------------|---------------------------|---|
| Warrant | \$ 6 ⁽³⁾ | 09/22/2008 ⁽³⁾ | 08/24/2010 ⁽³⁾ | Class A Common Shares ⁽³⁾ 4,212,318 ⁽³⁾ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------------------------------|
| | Director | 10% Owner | Officer | Other |
| INTEGRATED CORE STRATEGIES (US) LLC C/O MILLENNIUM MANAGEMENT LLC 666 FIFTH AVENUE, 8TH FLOOR NEW YORK, NY 10103-0899 | | X | | |
| MILLENNIUM MANAGEMENT LLC 666 FIFTH AVENUE, 8TH FLOOR NEW YORK, NY 10103-0899 | | | | May be deemed a group member. |
| ENGLANDER ISRAEL A C/O MILLENNIUM MANAGEMENT LLC 666 FIFTH AVENUE, 8TH FLOOR NEW YORK, NY 10103-0899 | | | | May be deemed a group member. |

Signatures

*David Nolan,
Co-President 05/06/2009

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This Form 4 is being amended to add an inadvertently omitted transaction. In addition to the 241,716 Class A common shares, par value \$0.01 per share ("Class A Common Shares"), of Global Ship Lease, Inc. (the "Issuer"), that were previously reported on the Form 4 as having been sold on May 1, 2009 by Integrated Core Strategies (US) LLC, a Delaware limited liability company ("Integrated Core Strategies"), an additional 20,000 Class A Common Shares was sold by Integrated Core Strategies on that same date.
- (2) Following the transactions reported in Table I, Integrated Core Strategies was the beneficial owner of 5,816,620 Class A Common Shares, consisting of 1,604,302 Class A Common Shares and warrants to purchase 4,212,318 Class A Common Shares.
- (3) Each warrant entitles the holder to purchase one of the Issuer's Class A Common Shares at an exercise price of \$6.00 per share ("Warrants"). The Warrants became exercisable on September 22, 2008, the date that the Issuer's registration statement was declared effective by the Securities and Exchange Commission. The Warrants will expire on August 24, 2010, unless earlier redeemed by the Issuer.
- (4) Millennium Management LLC, a Delaware limited liability company ("Millennium Management"), is the general partner of the managing member of Integrated Core Strategies, and may be deemed to have shared voting control and investment discretion over securities owned by Integrated Core Strategies.
- (5) Israel A. Englander ("Mr. Englander"), is the managing member of Millennium Management. Consequently, Mr. Englander may be deemed to have shared voting control and investment discretion over securities owned by Integrated Core Strategies.
- (6)

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The foregoing should not be construed in and of itself as an admission by Millennium Management or Mr. Englander as to beneficial ownership of the securities owned by Integrated Core Strategies.

Remarks:

*INTEGRATED CORE STRATEGIES (US) LLC, By: Integrated Holding Group LP, its managing member, By: Millennium

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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