SUNCOM WIRELESS HOLDINGS, INC.

Form SC 13G May 12, 2006

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G (Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS PURSUANT TO RULES 13d-1(b), (c)
AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 UNDER
THE SECURITIES EXCHANGE ACT OF 1934

SUNCOM WIRELESS HOLDINGS, INC.
(Name of Issuer)

CLASS A COMMON STOCK, \$0.01 PAR VALUE (Title of Class of Securities)

86722Q108 (CUSIP Number)

May 2, 2006

(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)
- [X] 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 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).

CUSIP No. 86722Q108

13G

Page 2 of 42 Pages

(1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Davidson Kempner Partners

(2)	CHEC	K THE APPF	OPRIATE BOX IF A MEMBER OF A GRC	DUP
				(a) [] (b) [X]
(3)	SEC	USE ONLY		
(4)	CITI	ZENSHIP OF	PLACE OF ORGANIZATION New York	
NUMBER (OF	(5)	SOLE VOTING POWER 0	
		(6)	SHARED VOTING POWER 241,416	
EACH REPORTI	NG	(7)	SOLE DISPOSITIVE POWER 0	
		(8)	SHARED DISPOSITIVE POWER 241,416	
(9)		AMOUNT BENEFICIALLY OWNED EPORTING PERSON 241,416	
(1	0)		IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES	[]
(1	1)		F CLASS REPRESENTED IN ROW (9) 0.4%	
(1	2)	TYPE OF F	EPORTING PERSON PN	
CUSIP N	o. 867	22Q108	13G	Page 3 of 42 Pages
(1)	S.S.	OR I.R.S.	ING PERSON IDENTIFICATION NO. OF ABOVE PER	RSON
(2)	CHEC	K THE APPF	OPRIATE BOX IF A MEMBER OF A GRO	DUP
				(a) [] (b) [X]
(3)	SEC	USE ONLY		
(4)	CITI	ZENSHIP OF	PLACE OF ORGANIZATION Delaware	

NUMBER OF	(5)	SOLE VOTING POWER	
SHARES		0	
BENEFICIALLY	(6)	SHARED VOTING POWER	
OWNED BY		397 , 060	
EACH	(7)	SOLE DISPOSITIVE POWER	
REPORTING			
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 397,060	
(9)		AMOUNT BENEFICIALLY OWNED EPORTING PERSON 397,060	
(10)	IN ROW (9	: IF THE AGGREGATE AMOUNT) EXCLUDES CERTAIN SHARES	[]
(11)	PERCENT (F CLASS REPRESENTED IN ROW (9) 0.6%	
(12)	TYPE OF F	EPORTING PERSON PN	
CUSIP No. 867	22Q108	13G	Page 4 of 42 Pages
		IDENTIFICATION NO. OF ABOVE PE	ERSON
(2) CHEC	K THE APPF	OPRIATE BOX IF A MEMBER OF A GR	ROUP
			(a) [] (b) [X]
(3) SEC	USE ONLY		
(4) CITI	ZENSHIP OF	PLACE OF ORGANIZATION New York	
NUMBER OF	(5)	SOLE VOTING POWER 0	
	(6)	SHARED VOTING POWER 31,708	
OWNED BY EACH			

REPORTING						
PERSON WITH	(8)	SHARED	DISPOSITIVE PO	WER		
(9)	AGGREGATE BY EACH E		BENEFICIALLY OF PERSON 31,708	WNED		
(10)			AGGREGATE AMOU ES CERTAIN SHA			[]
(11)	PERCENT (REPRESENTED (9) 0.1%			
(12)	TYPE OF I		PERSON PN			
CUSIP No. 867	2220108		13G		Page 5 of 4	2 Pages
S.S.		. IDENTIF	ON CICATION NO. OF national, Ltd.	ABOVE PERSO	DN	
(2) CHEC	CK THE APPE	ROPRIATE	BOX IF A MEMBE	R OF A GROUE	· · · · · · · · · · · · · · · · · · ·	
					(a) [] (b) [X]	
(3) SEC	USE ONLY					
(4) CITI	ZENSHIP OF		F ORGANIZATION sh Virgin Isla			
NUMBER OF	(5)	SOLE VC	TING POWER 0			
BENEFICIALLY		SHARED	VOTING POWER 603,753			
EACH			SPOSITIVE POWE	R		
REPORTING						
PERSON WITH	(8)	SHARED	DISPOSITIVE PO 603,753	WER		
(9)	AGGREGATI BY EACH I		BENEFICIALLY OF PERSON 603,753	WNED		
(10)			AGGREGATE AMOU ES CERTAIN SHA			[]

(11)	PERCENT OF BY AMOUNT		REPRESENTED (9)			
(12)	TYPE OF R		G PERSON CO			
CUSIP No. 8672	22Q108		13G		Page 6 of 42 Page	es
		IDENTI	SON FICATION NO.	OF ABOVE	PERSON	
(2) CHECK	K THE APPR	OPRIATE	BOX IF A ME	MBER OF A	GROUP	
					(a) [] (b) [X]	
(3) SEC (JSE ONLY					
(4) CITI2	ZENSHIP OR		OF ORGANIZAT an Islands	ION		
NUMBER OF	(5)	SOLE V	OTING POWER 0			
BENEFICIALLY OWNED BY	(6)	SHARED	VOTING POWE 17,087	R 		
EACH	(7)	SOLE D	ISPOSITIVE P 0	OWER		
REPORTING PERSON WITH	(8)	SHARED	DISPOSITIVE	POWER		
(9)	AGGREGATE BY EACH R		BENEFICIALL G PERSON 17,087	Y OWNED		
(10)			AGGREGATE A DES CERTAIN	SHARES]
(11)	PERCENT O		REPRESENTED (9) 0.0%			
(12)	TYPE OF R	EPORTIN	G PERSON CO			

CUSIP No.	86722Q108	13G	Pa	age 7 of	42 Pages
S		ING PERSON IDENTIFICATION NO. (er Distressed Opportu			
(2) C	HECK THE APPR	OPRIATE BOX IF A MEME	BER OF A GROUP		
				(a) [] (b) [X]	
(3) S	EC USE ONLY				
(4) C	ITIZENSHIP OR	PLACE OF ORGANIZATIO	NC		
	(5)	SOLE VOTING POWER 0			
SHARES BENEFICIAL OWNED BY	LY (6)	SHARED VOTING POWER 576,087			
EACH REPORTING	(7)	SOLE DISPOSITIVE POW	IER		
	Н (8)	SHARED DISPOSITIVE F 576,087	POWER		
(9)		AMOUNT BENEFICIALLY EPORTING PERSON 576,087	OWNED		
(10)		IF THE AGGREGATE AMO EXCLUDES CERTAIN SH			[]
(11)		F CLASS REPRESENTED IN ROW (9) 0.9%			
(12)	TYPE OF R	EPORTING PERSON PN			
CUSIP No.	86722Q108	13G	Pa	age 8 of	42 Pages
S		ING PERSON IDENTIFICATION NO. (er Distressed Opportu		ional Ltc	d.
(2) C	HECK THE APPR	 DPRIATE BOX IF A MEME	 BER OF A GROUP		

				(a) [] (b) [X]
(3)	SEC	USE ONLY		
(4)	CITI	ZENSHIP O	R PLACE OF ORGANIZATION Cayman Islands	
NUMBER	OF	(5)	SOLE VOTING POWER	
SHARES				
BENEFI OWNED		(6)	SHARED VOTING POWER 1,314,089	
EACH REPORT	TNC	(7)	SOLE DISPOSITIVE POWER 0	
		(8)	SHARED DISPOSITIVE POWER 1,314,089	
(9)		E AMOUNT BENEFICIALLY OWNED REPORTING PERSON 1,318,089	
(10)		X IF THE AGGREGATE AMOUNT 9) EXCLUDES CERTAIN SHARES	[]
(11)		OF CLASS REPRESENTED T IN ROW (9) 2.1%	
(12)	TYPE OF	REPORTING PERSON CO	
CUSIP	No. 867	22Q108	13G	Page 9 of 42 Pages
(1)	S.S.	OF REPOR	TING PERSON . IDENTIFICATION NO. OF ABOVE P t Co.	
(2)	CHEC	K THE APP	ROPRIATE BOX IF A MEMBER OF A G	ROUP
				(a) [] (b) [X]
(3)		USE ONLY		
(4)		ZENSHIP O	R PLACE OF ORGANIZATION New York	
NUMBER	OF	(5)	SOLE VOTING POWER	

		0	
SHARES			
BENEFICIALLY	(6)	SHARED VOTING POWER 241,416	
OWNED BY			
EACH	(7)	SOLE DISPOSITIVE POWER 0	
REPORTING			
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 241,416	
(9)		TE AMOUNT BENEFICIALLY OWNED REPORTING PERSON 241,416	
(10)		DX IF THE AGGREGATE AMOUNT (9) EXCLUDES CERTAIN SHARES	[]
(11)		OF CLASS REPRESENTED NT IN ROW (9) 0.4%	
(12)	TYPE OF	REPORTING PERSON PN	
CUSIP No. 867	220108	13G	
	OF REPOR	TIG RTING PERSON S. IDENTIFICATION NO. OF ABOV	Page 10 of 42 PagesVE PERSON
S.S.	OF REPOR	RTING PERSON	
S.S. Davi	OF REPORT OF I.R.S	RTING PERSON	VE PERSON
S.S. Davi	OF REPORT OF I.R.S	RTING PERSON S. IDENTIFICATION NO. OF ABOVE Oner Advisers Inc.	VE PERSON
S.S. Davi	OF REPORT OF I.R.S. dson Kemp	RTING PERSON S. IDENTIFICATION NO. OF ABOVE Oner Advisers Inc.	VE PERSON A GROUP (a) []
S.S. Davi (2) CHEC	OF REPORT OF I.R.S. dson Kemp	RTING PERSON S. IDENTIFICATION NO. OF ABOVE Oner Advisers Inc.	VE PERSON A GROUP (a) []
S.S. Davi (2) CHEC (3) SEC (4) CITI NUMBER OF	OF REPORT OF THE APPROXIMATION	RTING PERSON S. IDENTIFICATION NO. OF ABOVE DONER Advisers Inc. PROPRIATE BOX IF A MEMBER OF DONER PLACE OF ORGANIZATION	VE PERSON A GROUP (a) []
S.S. Davi (2) CHEC (3) SEC (4) CITI NUMBER OF SHARES BENEFICIALLY	OF REPORT OR I.R.S. dson Kempore of the April of the Apri	RTING PERSON S. IDENTIFICATION NO. OF ABOVE DONER Advisers Inc. PROPRIATE BOX IF A MEMBER OF OR PLACE OF ORGANIZATION New York SOLE VOTING POWER	VE PERSON A GROUP (a) []
S.S. Davi (2) CHEC (3) SEC (4) CITI NUMBER OF SHARES	COF REPORT OR I.R.S. dson Kemper Comments of the April 1988 Comments of the	RTING PERSON S. IDENTIFICATION NO. OF ABOVE DONER Advisers Inc. PROPRIATE BOX IF A MEMBER OF OR PLACE OF ORGANIZATION New York SOLE VOTING POWER 0 SHARED VOTING POWER	VE PERSON A GROUP (a) []

PERSON WITH	(8)	SHARED DISPOSITIVE POWER 397,060	
(9)		E AMOUNT BENEFICIALLY OWNED REPORTING PERSON 397,060	
, ,	IN ROW	X IF THE AGGREGATE AMOUNT 9) EXCLUDES CERTAIN SHARES	[]
	PERCENT	OF CLASS REPRESENTED IT IN ROW (9) 0.6%	
(12)	TYPE OF	REPORTING PERSON IA	
CUSIP No. 867	22Q108	13G	Page 11 of 42 Pages
Davi	OR I.R.S dson Kemp	TING PERSON IDENTIFICATION NO. OF ABOUT THE STATE	L.L.C.
(2) CHEC	K THE APE	ROPRIATE BOX IF A MEMBER OF	A GROUP (a) [] (b) [X]
(3) SEC	USE ONLY		
(4) CITI	ZENSHIP (OR PLACE OF ORGANIZATION Delaware	
NUMBER OF	(5)	SOLE VOTING POWER 0	
BENEFICIALLY	(6)	SHARED VOTING POWER 620,840	
EACH	(7)	SOLE DISPOSITIVE POWER 0	
REPORTING PERSON WITH	(8)	SHARED DISPOSITIVE POWER 620,840	·
(9)		E AMOUNT BENEFICIALLY OWNED REPORTING PERSON 620,840	
(10)		OX IF THE AGGREGATE AMOUNT 9) EXCLUDES CERTAIN SHARES	[]

(11))		OF CLASS I	REPRESENTED (9) 1.0%			
(12)) 	TYPE OF	REPORTING	PERSON OO			
CHCID No	0.67	220100		120		Dana 10 of 42 D	
CUSIP No.	. 867	22Q1U8		13G		Page 12 of 42 Pa	ages
(1)	S.S.		TING PERSO	ON ICATION NO.	OF ABOVE F	PERSON	
(2)	CHEC	K THE APP	ROPRIATE I	BOX IF A MEI	MBER OF A G	GROUP	
						(a) [] (b) [X]	
(3)	SEC	USE ONLY					
(4)	CITI	ZENSHIP O	R PLACE OF	F ORGANIZAT: are	ION		
NUMBER OF		(5)	SOLE VO	FING POWER 0			
BENEFICIA OWNED BY		(6)		JOTING POWEI 576,087	₹		
EACH		(7)	SOLE DIS	SPOSITIVE PO	OWER		
PERSON W		(8)	SHARED I	DISPOSITIVE 576,087	POWER		
(9)			E AMOUNT I	BENEFICIALLY PERSON 576,087			
(10))			AGGREGATE AN ES CERTAIN :	TNUOM		[]
(11))		OF CLASS I	REPRESENTED (9) 0.9%			
(12))	TYPE OF	REPORTING	PERSON OO			

CUSIP No	. 867	22Q108		13G		Page 13 (of 42 Pages
(1)	S.S.	OR I.R.S.	ING PERSON IDENTIFICA Partners LP	TION NO. O	F ABOVE PERSO	NC	
(2)	CHEC	K THE APPR	OPRIATE BOX	IF A MEMB	ER OF A GROUI	 P	
						(a) [(b) [X	-
(3)	SEC	USE ONLY					
(4)	CITI	ZENSHIP OR	PLACE OF O Delaware		N 		
NUMBER OF		(5)	SOLE VOTIN	G POWER 0			
BENEFICIA OWNED BY		(6)	SHARED VOT	ING POWER 1,314,089			
EACH		(7)	SOLE DISPO	SITIVE POW	ER		
REPORTING PERSON WI		(8)	SHARED DIS	POSITIVE P	OWER		
(9)			AMOUNT BEN		OWNED		
(10))		IF THE AGG) EXCLUDES				[]
(11))		F CLASS REP IN ROW (9)	RESENTED			
(12)	,	TYPE OF R	 EPORTING PE	RSON PN			
CUSIP No				13G		Page 14 (of 42 Pages
(1)	s.s.			TION NO. O	F ABOVE PERS	nC	

(2) CHEC	CK THE APE	PROPRIATE BOX IF A MEMBER OF A	GROUP
			(a) [] (b) [X]
(3) SEC	USE ONLY		
(4) CITI	ZENSHIP C	OR PLACE OF ORGANIZATION Delaware	
NUMBER OF	(5)	SOLE VOTING POWER 0	
BENEFICIALLY	(6)	SHARED VOTING POWER 1,314,089	
EACH REPORTING	(7)	SOLE DISPOSITIVE POWER 0	
	(8)	SHARED DISPOSITIVE POWER 1,314,089	
(9)		CE AMOUNT BENEFICIALLY OWNED REPORTING PERSON 1,314,089	
(10)		OX IF THE AGGREGATE AMOUNT (9) EXCLUDES CERTAIN SHARES	[]
(11)		OF CLASS REPRESENTED IT IN ROW (9) 2.1%	
(12)	TYPE OF	REPORTING PERSON OO	
CUSIP No. 867	22Q108	13G	Page 15 of 42 Pages
S.S.	OR I.R.S	RTING PERSON S. IDENTIFICATION NO. OF ABOVE APPRICATION NO.	PERSON
(2) CHEC	CK THE APE	PROPRIATE BOX IF A MEMBER OF A	GROUP
			(a) [] (b) [X]
(3) SEC	USE ONLY		
(4) CITI	ZENSHIP (DR PLACE OF ORGANIZATION United States	

NUMBER OF	(5)	SOLE VOTING POWER 0	
SHARES			
BENEFICIALLY	(6)	SHARED VOTING POWER 3,181,200	
OWNED BY			
EACH	(7)	SOLE DISPOSITIVE POWER	
REPORTING			
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 3,181,200	
(9)		E AMOUNT BENEFICIALLY OWNED REPORTING PERSON 3,181,200	
(10)		X IF THE AGGREGATE AMOUNT 9) EXCLUDES CERTAIN SHARES	[]
(11)		OF CLASS REPRESENTED I IN ROW (9) 5.1%	
(12)	TYPE OF I	REPORTING PERSON IN	
CUSIP No. 86	722Q108	13G	Page 16 of 42 Pages
(1) NAM	E OF REPOR	TING PERSON IDENTIFICATION NO. OF ABOVE	
(1) NAM S.S Mar	E OF REPORT	TING PERSON IDENTIFICATION NO. OF ABOVE	PERSON
(1) NAM S.S Mar	E OF REPORT	IING PERSON IDENTIFICATION NO. OF ABOVE	PERSON
(1) NAM S.S Mar	E OF REPORS OR I.R.S Vin H. Dav	IING PERSON IDENTIFICATION NO. OF ABOVE	PERSON GROUP (a) []
(1) NAM S.S Mar (2) CHE	E OF REPORT OR I.R.S Vin H. Dav	IING PERSON IDENTIFICATION NO. OF ABOVE	PERSON GROUP (a) []
(1) NAM S.S Mar (2) CHE	E OF REPORT OR I.R.S Vin H. Dave CK THE APPH USE ONLY	IING PERSON . IDENTIFICATION NO. OF ABOVE idson ROPRIATE BOX IF A MEMBER OF A	PERSON GROUP (a) []
(1) NAM S.S Mar (2) CHE	E OF REPORT OR I.R.S Vin H. Dave CK THE APPH USE ONLY	FING PERSON IDENTIFICATION NO. OF ABOVE idson ROPRIATE BOX IF A MEMBER OF A R PLACE OF ORGANIZATION United States SOLE VOTING POWER	PERSON GROUP (a) []
(1) NAM S.S Mar (2) CHE (3) SEC (4) CIT NUMBER OF SHARES BENEFICIALLY	E OF REPOR: OR I.R.S Vin H. Dav: CK THE APPI USE ONLY IZENSHIP OF	FING PERSON IDENTIFICATION NO. OF ABOVE idson ROPRIATE BOX IF A MEMBER OF A R PLACE OF ORGANIZATION United States SOLE VOTING POWER	PERSON GROUP (a) []
(1) NAM S.S Mar (2) CHE (3) SEC (4) CIT NUMBER OF SHARES	E OF REPOR: OR I.R.S VIN H. DAV: CK THE APPI USE ONLY IZENSHIP OF	IING PERSON . IDENTIFICATION NO. OF ABOVE idson ROPRIATE BOX IF A MEMBER OF A R PLACE OF ORGANIZATION United States SOLE VOTING POWER 0 SHARED VOTING POWER	PERSON GROUP (a) []

(1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Stephen M. Dowicz (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 NUMBER OF (5) SOLE VOTING POWER O SHARES BENEFICIALLY (6) SHARED VOTING POWER 3,181,200 OWNED BY EACH (7) SOLE DISPOSITIVE POWER	PERSON WITH	(8)	SHARED DISPOSITIVE POWER 3,181,200	
IN ROW (9) EXCLUDES CERTAIN SHARES [] (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.1% (12) TYPE OF REPORTING PERSON IN CUSIF No. 86722Q108 13G Page 17 of 42 Pages (1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Stephen M. Dowicz (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION United States NUMBER OF (5) SOLE VOTING POWER O SHARES BENEFICIALLY (6) SHARED VOTING POWER 3,181,200 OWNED BY EACH (7) SOLE DISPOSITIVE POWER 0 REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 3,181,200 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,181,200 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []	(9)		EPORTING PERSON	
BY AMOUNT IN ROW (9) 5.1% (12) TYPE OF REPORTING PERSON IN CUSIP No. 86722Q108 13G Page 17 of 42 Pages (1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Stephen M. Dowicz (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 NUMBER OF (5) SOLE VOTING POWER OSHARES BENEFICIALLY (6) SHARED VOTING POWER 3,181,200 OWNED BY EACH (7) SOLE DISPOSITIVE POWER 0 REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 3,181,200 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,181,200 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []	(10)			[]
CUSIP No. 86722Q108 13G Page 17 of 42 Pages (1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Stephen M. Dowicz (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 NUMBER OF (5) SOLE VOTING POWER 3,181,200 OWNED BY EACH (7) SOLE DISPOSITIVE POWER 3,181,200 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,181,200 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []	(11)		IN ROW (9)	
(1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Stephen M. Dowicz (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 NUMBER OF (5) SOLE VOTING POWER 0 SHARES BENEFICIALLY (6) SHARED VOTING POWER 3,181,200 OWNED BY EACH (7) SOLE DISPOSITIVE POWER 0 REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 3,181,200 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,181,200 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []	(12)	TYPE OF RI		
(1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Stephen M. Dowicz (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 NUMBER OF (5) SOLE VOTING POWER 0 SHARES BENEFICIALLY (6) SHARED VOTING POWER 3,181,200 OWNED BY EACH (7) SOLE DISPOSITIVE POWER 0 REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 3,181,200 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,181,200 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []				
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Stephen M. Dowicz (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 NUMBER OF (5) SOLE VOTING POWER OSHARES BENEFICIALLY (6) SHARED VOTING POWER 3,181,200 OWNED BY EACH (7) SOLE DISPOSITIVE POWER OREPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 3,181,200 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,181,200 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []	CUSIP No. 86	722Q108	13G	Page 17 of 42 Pages
(a) [] (b) [X] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION United States NUMBER OF (5) SOLE VOTING POWER SHARES BENEFICIALLY (6) SHARED VOTING POWER 3,181,200 OWNED BY EACH (7) SOLE DISPOSITIVE POWER 0 REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 3,181,200 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,181,200 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []	S.S	. OR I.R.S.	IDENTIFICATION NO. OF ABOVE PERS	SON
(b) [X] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION	(2) CHE	CK THE APPRO	OPRIATE BOX IF A MEMBER OF A GROU	JP
(4) CITIZENSHIP OR PLACE OF ORGANIZATION United States NUMBER OF (5) SOLE VOTING POWER OSHARES BENEFICIALLY (6) SHARED VOTING POWER 3,181,200 OWNED BY EACH (7) SOLE DISPOSITIVE POWER OREPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 3,181,200 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,181,200 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []				
NUMBER OF (5) SOLE VOTING POWER SHARES BENEFICIALLY (6) SHARED VOTING POWER 3,181,200 OWNED BY EACH (7) SOLE DISPOSITIVE POWER 0 REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 3,181,200 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,181,200 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []	(3) SEC	USE ONLY		
SHARES BENEFICIALLY (6) SHARED VOTING POWER 3,181,200 OWNED BY EACH (7) SOLE DISPOSITIVE POWER 0 REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 3,181,200 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,181,200 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []	(4) CIT	IZENSHIP OR		
BENEFICIALLY (6) SHARED VOTING POWER 3,181,200 OWNED BY EACH (7) SOLE DISPOSITIVE POWER 0 REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 3,181,200 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,181,200 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []			_	
REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 3,181,200 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,181,200 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []		(6)		
PERSON WITH (8) SHARED DISPOSITIVE POWER 3,181,200 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,181,200 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []	EACH	(7)	SOLE DISPOSITIVE POWER	
3,181,200 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,181,200 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []	REPORTING			
(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,181,200 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []	PERSON WITH	(8)	3,181,200	
(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []	(9)		AMOUNT BENEFICIALLY OWNED EPORTING PERSON 3,181,200	
	(10)	IN ROW (9)	IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES	

(11)	PERCENT OF C	LASS REPRESENTED ROW (9) 5.1%			
(12)	TYPE OF REPO	RTING PERSON IN			
QUALD N. 067	222102	120		D 10 . 5 . 40	D
CUSIP No. 867	22Q1U8	13G		Page 18 of 42	rages
s.s.	OF REPORTING OR I.R.S. ID t E. Davidson		OF ABOVE PERSON		
(2) CHEC	K THE APPROPR	TATE BOX IF A ME	MBER OF A GROUP		
				(a) [] (b) [X]	
(3) SEC	USE ONLY				
(4) CITI		ACE OF ORGANIZAT Jnited States	ION		
NUMBER OF	(5) SO	LE VOTING POWER 0			
BENEFICIALLY OWNED BY	(6) SH	ARED VOTING POWE			
EACH	(7) SO	LE DISPOSITIVE P 0	OWER		
REPORTING PERSON WITH	(8) SH	ARED DISPOSITIVE 3,181,20	0		
(9)	AGGREGATE AM BY EACH REPO	DUNT BENEFICIALL RTING PERSON 3,181,20			
(10)		THE AGGREGATE A			[]
(11)	PERCENT OF C	LASS REPRESENTED ROW (9) 5.1%			
(12)	TYPE OF REPO	RTING PERSON IN			

CUSIP No	. 867	22Q108	13G		Page 19 of 42 Pages
(1)	S.S.		RTING PERSON B. IDENTIFICATION No	O. OF ABOVE PER	SON
(2)	CHEC	K THE AP	PROPRIATE BOX IF A	MEMBER OF A GRC	UP
					(a) [] (b) [X]
(3)	SEC	USE ONLY			
(4)	CITI	ZENSHIP (DR PLACE OF ORGANIZ. United States	ATION	
NUMBER OF	F	(5)	SOLE VOTING POWE	R 	
BENEFICIA OWNED BY			SHARED VOTING PO		
EACH REPORTING	G	(7)	SOLE DISPOSITIVE	POWER	
		(8)	SHARED DISPOSITI		
(9)			TE AMOUNT BENEFICIAL REPORTING PERSON 3,181,		
(10)		DX IF THE AGGREGATE (9) EXCLUDES CERTAI		[]
(11)		OF CLASS REPRESENT: NT IN ROW (9) 5.1%	======== ED	
(12)	TYPE OF	REPORTING PERSON IN		
CUSIP No	. 867	22Q108	13G		Page 20 of 42 Pages
(1)	S.S.		RTING PERSON S. IDENTIFICATION N	O. OF ABOVE PER	
(2)	CHEC	K THE AP	PROPRIATE BOX IF A	MEMBER OF A GRO	UP
					(a) [] (b) [X]

(3)	SEC	USE ONLY		
(4)	CITI	ZENSHIP OR	PLACE OF ORGANIZATION United Kingdom & United	States
	OF	(5)	SOLE VOTING POWER 0	
SHARES				
		(6)	SHARED VOTING POWER 3,181,200	
OWNED BY	Y			
EACH		(7)	SOLE DISPOSITIVE POWER 0	
REPORTIN		(8)	SHARED DISPOSITIVE POWER 3,181,200	
(9))		AMOUNT BENEFICIALLY OWNED EPORTING PERSON 3,181,200	
(10	0)		IF THE AGGREGATE AMOUNT) EXCLUDES CERTAIN SHARES	[]
(11	1)		F CLASS REPRESENTED IN ROW (9) 5.1%	
(12	2)	TYPE OF R	EPORTING PERSON IN	
QUATE N	0.67	220100	120	D
CUSIP No	o. 86/	22Q108	13G	Page 21 of 42 Pages
(1)	S.S.		ING PERSON IDENTIFICATION NO. OF ABOVIO, Jr.	VE PERSON
(2)	CHEC	K THE APPR	OPRIATE BOX IF A MEMBER OF	A GROUP
				(a) [] (b) [X]
(3)	SEC	USE ONLY		
(4)	CITI	ZENSHIP OR	PLACE OF ORGANIZATION United States	
	OF	(5)	SOLE VOTING POWER 0	
SHARES				

BENEFICIALLY	(6)	SHARED VOTING POWER	
OWNED BY		3,181,200	
EACH	(7)	SOLE DISPOSITIVE POWER	
REPORTING			
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 3,181,200	
(9)		E AMOUNT BENEFICIALLY OWNED REPORTING PERSON 3,181,200	
(10)		(IF THE AGGREGATE AMOUNT B) EXCLUDES CERTAIN SHARES	[]
(11)		OF CLASS REPRESENTED IN ROW (9) 5.1%	
(12)	TYPE OF F	REPORTING PERSON IN	
CUSIP No. 867	22Q108	13G	Page 22 of 42 Pages
(1) NAME S.S.		TING PERSON IDENTIFICATION NO. OF ABOVE P	ERSON
(1) NAME S.S. Eric	OR I.R.S. P. Epstei	. IDENTIFICATION NO. OF ABOVE P	
(1) NAME S.S. Eric	OR I.R.S. P. Epstei	. IDENTIFICATION NO. OF ABOVE P	
(1) NAME S.S. Eric	OR I.R.S. P. Epstei K THE APPF	. IDENTIFICATION NO. OF ABOVE P	ROUP (a) []
(1) NAME S.S. Eric (2) CHEC	OR I.R.S. P. Epstei K THE APPF USE ONLY ZENSHIP OF	DENTIFICATION NO. OF ABOVE PLN ROPRIATE BOX IF A MEMBER OF A G ROPRIATE BOX IF A MEMBER OF A G ROPRIATE BOX IF A MEMBER OF A G	(a) [] (b) [X]
(1) NAME S.S. Eric (2) CHEC	OR I.R.S. P. Epstei K THE APPF USE ONLY ZENSHIP OF	DENTIFICATION NO. OF ABOVE PLN ROPRIATE BOX IF A MEMBER OF A G ROPRIATE BOX IF A MEMBER OF A G ROPRIATE BOX IF A MEMBER OF A G	ROUP (a) []
(1) NAME S.S. Eric (2) CHEC (3) SEC (4) CITI NUMBER OF SHARES	OR I.R.S. P. Epstei K THE APPF USE ONLY ZENSHIP OF	ROPRIATE BOX IF A MEMBER OF A G ROPRIATE BOX IF A MEMBER OF A G R PLACE OF ORGANIZATION United States SOLE VOTING POWER	(a) [] (b) [X]
(1) NAME S.S. Eric (2) CHEC (3) SEC (4) CITI NUMBER OF SHARES	OR I.R.S. P. Epstei K THE APPF USE ONLY ZENSHIP OF	IDENTIFICATION NO. OF ABOVE PLANT OF A GROPRIATE BOX IF A MEMBER OF A GROPRIATE BOX IF A MEMB	(a) [] (b) [X]
(1) NAME S.S. Eric (2) CHEC (3) SEC (4) CITI NUMBER OF SHARES BENEFICIALLY OWNED BY EACH	OR I.R.S. P. Epstei	IDENTIFICATION NO. OF ABOVE PLANT OF A GROPRIATE BOX IF A MEMBER OF A GROPRIATE BOX IF A MEMB	(a) [] (b) [X]
(1) NAME S.S. Eric (2) CHEC (3) SEC (4) CITI NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	OR I.R.S. P. Epstei K THE APPF USE ONLY ZENSHIP OF (5) (6) (7)	IDENTIFICATION NO. OF ABOVE PLANT OF A GOVERNMENT OF A GOVERNM	(a) [] (b) [X]

(9)		AMOUNT BENEFICIALLY REPORTING PERSON 3,181,200	OWNED		
(10)		(IF THE AGGREGATE AMO EXCLUDES CERTAIN SE			[]
(11)		OF CLASS REPRESENTED TIN ROW (9) 5.1%			
(12)	TYPE OF F	REPORTING PERSON IN			
CUSIP No. 867	22Q108	13G		Page 23 of	42 Pages
S.S.		TING PERSON IDENTIFICATION NO. Celoff	F ABOVE PERSON		
(2) CHEC	K THE APPF	ROPRIATE BOX IF A MEME	ER OF A GROUP		
				(a) [] (b) [X]	
(3) SEC	USE ONLY				
(4) CITI	ZENSHIP OF	R PLACE OF ORGANIZATION United States	N		
NUMBER OF	(5)	SOLE VOTING POWER 0			
BENEFICIALLY OWNED BY	(6)	SHARED VOTING POWER 3,181,200			
EACH REPORTING	(7)	SOLE DISPOSITIVE POW	JER		
	(8)	SHARED DISPOSITIVE F 3,181,200	OWER		
(9)		AMOUNT BENEFICIALLY REPORTING PERSON 3,181,200			
(10)		IF THE AGGREGATE AMO			[]
(11)		OF CLASS REPRESENTED OF IN ROW (9) 5.1%			

(12))	TYPE OF RI	EPORTING P	ERSON IN			
CUSIP No.	. 8672	220108		13G		Page 24 of 4	2 Pages
(1)	S.S.			ATION NO. OF	ABOVE PERSON	Л	
(2)	CHECF	THE APPRO	OPRIATE BO	X IF A MEMBER	R OF A GROUP	() []	
						(a) [] (b) [X]	
(3)	SEC (JSE ONLY					
(4)	CITIZ	ZENSHIP OR	PLACE OF United	ORGANIZATION States			
NUMBER OF	F	(5)	SOLE VOTI				
SHARES				0 			
BENEFICIA	ALLY	(6)		TING POWER 3,181,200			
OWNED BY							
EACH	_	(7)	SOLE DISP	OSITIVE POWEF	3		
REPORTING PERSON WI		(8)		SPOSITIVE POW	JER		
(9)			AMOUNT BE	NEFICIALLY OW ERSON 3,181,200			
(10))			GREGATE AMOUN CERTAIN SHAF			[]
(11))		F CLASS RE				
) 	TYPE OF RI	EPORTING P	IN			
CUSIP No.	. 8672	22Q108		13G		Page 25 of 4	2 Pages

ITEM 1(a). NAME OF ISSUER:

SunCom Wireless Holdings, Inc. (the "Company")

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

1100 CASSATT ROAD
BERWYN, PENNSYLVANIA 19312

ITEM 2(a). NAME OF PERSON FILING:

This Statement is filed by each of the entities and persons listed below, all of whom together are referred to herein as the "Reporting Persons":

- (i) Davidson Kempner Partners, a New York limited
 partnership ("DKP");
- (ii) Davidson Kempner Institutional Partners, L.P., a
 Delaware limited partnership ("DKIP");
- (iii) M. H. Davidson & Co., a New York limited partnership ("CO");
- (iv) Davidson Kempner International, Ltd., a British Virgin Islands corporation ("DKIL");
- (v) Serena Limited, a Cayman Islands corporation
 ("Serena");
- (vi) Davidson Kempner Distressed Opportunities Fund LP, a
 Delaware limited partnership ("DKDOF");
- (vii) Davidson Kempner Distressed Opportunities
 International Ltd., a Cayman Islands corporation
 ("DKDOI");

- (x) Davidson Kempner International Advisors, L.L.C., a
 Delaware limited liability company and the manager of
 DKIL and Serena ("DKIA"); and
- (xii) DK Management Partners LP, a Delaware limited
 partnership and the investment manager of DKDOI
 ("DKMP");

- (xiii) DK Stillwater GP LLC, a Delaware limited liability company and the general partner of DKMP ("DKS"); and
- (xiv) Messrs. Thomas L. Kempner, Jr., Marvin H. Davidson, Stephen M. Dowicz, Scott E. Davidson, Michael J. Leffell, Timothy I. Levart, Robert J. Brivio, Jr., Anthony A. Yoseloff, Eric P. Epstein and Avram Z. Friedman (collectively, the "Principals"), who are the general partners of CO and MHD, the sole managing members of DKIA and DKG and the sole stockholders of DKAI. Messrs. Thomas L. Kempner, Jr. and Timothy I. Levart are Executive Managing Member and Deputy Executive Managing Member, respectively, of DKS. Each of Messrs. Kempner and Levart, together with Messrs. Marvin H. Davidson, Stephen M. Dowicz, Scott E. Davidson, Michael J. Leffell, Robert J. Brivio, Jr., Anthony A. Yoseloff, Eric P. Epstein and Avram Z. Friedman are limited partners of DKMP.

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE:

The address of the principal business office of each of the Reporting Persons is c/o Davidson Kempner Partners, 65 East 55th Street, 19th Floor, New York, New York 10022.

ITEM 2(c). CITIZENSHIP:

- (i) DKP a New York limited partnership
- (ii) DKIP a Delaware limited partnership
- (iii) CO a New York limited partnership
- (iv) DKIL a British Virgin Islands corporation
- (v) Serena a Cayman Islands corporation
- (vi) DKDOF a Delaware limited partnership
- (vii) DKDOI a Cayman Islands corporation
- (viii) MHD a New York limited partnership
- (ix) DKAI a New York corporation
- (xi) DKG a Delaware limited liability company
- (xii) DKMP a Delaware limited partnership
- (xiii) DKS a Delaware limited liability company
- (xiv) Thomas L. Kempner, Jr. United States
- (xv) Marvin H. Davidson United States

CUSIP No. 86722Q108	13G	Page 27 of 42 Pages
(xvi)	Stephen M. Dowicz - Un	ited States
(xvii)	Scott E. Davidson -Uni	ted States
(xviii) Michael J. Leffell - U	nited States
(xix)	Timothy I. Levart - Un	ited Kingdom & United States
(xx)	Robert J. Brivio, Jr.	- United States
(xxi)	Eric P. Epstein - Unit	ed States
(xxii)	Anthony A. Yoseloff -	United States
(xxiii) Avram Z. Friedman - Un	ited States
ITEM 2(d). TITLE OF CLA	SS OF SECURITIES:	
CLASS A COMMON	STOCK, \$0.01 PAR VALUE	
ITEM 2(e). CUSIP NUMBER	:	
86722Q108		
ITEM 3. IF THIS STATEMEN CHECK WHETHER THE PERSON		d-1(b) OR 13d-2(b) OR (c),
(a)	[] Broker or dealer roof the Act;	egistered under Section 15
(b)	[] Bank as defined in Act;	Section 3(a)(6) of the
(c)	[] Insurance Company 3(a)(19) of the Ac	
(d)		registered under Section 8 Company Act of 1940;
(e)		registered under Section 203 Advisers Act of 1940: see Rule;
(f)	subject to the pro- Retirement Income	lan, Pension Fund which is visions of the Employee Security Act of 1974 or e Rule 13d-1(b)(1)(ii)(F);
(g)	[] Parent Holding Com Rule 13d-1(b)(ii)(pany, in accordance with G);

- (h) [] Savings Associations 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;

CUSIP No. 867220108

13G

Page 28 of 42 Pages

(j) [] Group, in accordance with Rule 13d-1 (b) (1) (ii) (J).

ITEM 4. OWNERSHIP.

The Principals may be deemed to beneficially own an aggregate of 3,181,200 Shares as a result of their voting and dispositive power over the 3,181,200 Shares beneficially owned by DKP, DKIP, DKIL, Serena, CO, DKDOF and DKDOI.

DKIA may be deemed to beneficially own the 603,753 Shares beneficially owned by DKIL and the 17,087 Shares beneficially owned by Serena as a result of its voting and dispositive power over those Shares. DKAI may be deemed to beneficially own the 397,060 Shares beneficially owned by DKIP as a result of its voting and dispositive power over those Shares. MHD may be deemed to beneficially own the 241,416 Shares beneficially owned by DKP as a result of its voting and dispositive power over those Shares. DKG may be deemed to beneficially own the 576,087 Shares beneficially owned by DKDOF as a result of its voting and dispositive power over those Shares. DKMP and DKS may be deemed to beneficially own the 1,314,089 Shares beneficially owned by DKDOI as a result of their voting and dispositive power over those Shares.

A. DKP

- (a) Amount beneficially owned: 241,416
- (b) Percent of class: 0.4%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 241,416
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 241,416

B. DKIP

- (a) Amount beneficially owned: 397,060
- (b) Percent of class: 0.6%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0

- (ii) shared power to vote or to direct the vote: 397,060
- (iii) sole power to dispose or to direct the disposition: 0
- (iv) shared power to dispose or to direct the disposition: 397,060

C. CO

CUSIP No. 86722Q108

13G

Page 29 of 42 Pages

- (a) Amount beneficially owned: 31,708
- (b) Percent of class: 0.1%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 31,708
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 31,708

D. DKIL

- (a) Amount beneficially owned: 603,753
- (b) Percent of class: 1.0%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 603,753
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 603,753

E. Serena

- (a) Amount beneficially owned: 17,087
- (b) Percent of class: 0.0%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 17,087
 - (iii) sole power to dispose or to direct the disposition: 0

- (iv) shared power to dispose or to direct the disposition: 17,087
- F. DKDOF
 - (a) Amount beneficially owned: 576,087
 - (b) Percent of class: 0.9%

CUSIP No. 86722Q108

13G

Page 30 of 42 Pages

- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 576,087
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 576,087
- G. DKDOI
 - (a) Amount beneficially owned: 1,314,089
 - (b) Percent of class: 2.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,314,089
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,314,089
- H. MHD
 - (a) Amount beneficially owned: 241,416
 - (b) Percent of class: 0.4%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 241,416
 - (iii) sole power to dispose or to direct the disposition: $\ensuremath{\text{0}}$
 - (iv) shared power to dispose or to direct the disposition: 241,416
- I. DKAI

- (a) Amount beneficially owned: 397,060
- (b) Percent of class: 0.6%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0

CUSIP No. 86722Q108

13G

Page 31 of 42 Pages

- (ii) shared power to vote or to direct the vote: 397,060
- (iii) sole power to dispose or to direct the disposition: 0
- (iv) shared power to dispose or to direct the disposition: 397,060

J. DKIA

- (a) Amount beneficially owned: 620,840
- (b) Percent of class: 1.0%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 620,840
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 620,840

K. DKG

- (a) Amount beneficially owned: 576,087
- (b) Percent of class: 0.9%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 576,087
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 576,087

L. DKMP

- (a) Amount beneficially owned: 1,314,089
- (b) Percent of class: 2.1%

- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,314,089
 - (iii) sole power to dispose or to direct the disposition: 0

CUSIP No. 86722Q108

13G

Page 32 of 42 Pages

- (iv) shared power to dispose or to direct the disposition: 1,314,089
- M. DKS
 - (a) Amount beneficially owned: 1,314,089
 - (b) Percent of class: 2.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,314,089
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,314,089
- $\ensuremath{\text{N.}}$ Thomas L. Kempner, Jr.
 - (a) Amount beneficially owned: 3,181,200
 - (b) Percent of class: 5.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 3,181,200
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 3,181,200
- O. Marvin H. Davidson
 - (a) Amount beneficially owned: 3,181,200
 - (b) Percent of class: 5.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0

- (ii) shared power to vote or to direct the vote: 3,181,200
- (iii) sole power to dispose or to direct the disposition: 0
- (iv) shared power to dispose or to direct the disposition: 3,181,200
- P. Stephen M. Dowicz

CUSIP No. 86722Q108

13G

Page 33 of 42 Pages

- (a) Amount beneficially owned: 3,181,200
- (b) Percent of class: 5.1%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 3,181,200
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 3,181,200
- Q. Scott E. Davidson
 - (a) Amount beneficially owned: 3,181,200
 - (b) Percent of class: 5.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 3,181,200
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 3,181,200
- R. Michael J. Leffell
 - (a) Amount beneficially owned. 3,181,200
 - (b) Percent of class: 5.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 3,181,200
 - (iii) sole power to dispose or to direct the disposition: 0

- (iv) shared power to dispose or to direct the disposition: 3,181,200
- S. Timothy I. Levart
 - (a) Amount beneficially owned: 3,181,200
 - (b) Percent of class: 5.1%

CUSIP No. 86722Q108

13G

Page 34 of 42 Pages

- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 3,181,200
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 3,181,200
- T. Robert J. Brivio, Jr.
 - (a) Amount beneficially owned: 3,181,200
 - (b) Percent of class: 5.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 3,181,200
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 3,181,200
- U. Eric P. Epstein
 - (a) Amount beneficially owned: 3,181,200
 - (b) Percent of class: 5.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 3,181,200
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 3,181,200
- V. Anthony A. Yoseloff

- (a) Amount beneficially owned: 3,181,200
- (b) Percent of class: 5.1%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0

CUSIP No. 86722Q108

13G

Page 35 of 42 Pages

- (ii) shared power to vote or to direct the vote: 3,181,200
- (iii) sole power to dispose or to direct the disposition: 0
- (iv) shared power to dispose or to direct the disposition: 3,181,200
- W. Avram Z. Friedman
 - (a) Amount beneficially owned: 3,181,200
 - (b) Percent of class: 5.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 3,181,200
 - (iii) sole power to dispose or to direct the disposition: $\ensuremath{\text{0}}$
 - (iv) shared power to dispose or to direct the disposition: 3,181,200
- ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

Not applicable.

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

The partners, members or stockholders of each of the Reporting Persons, including the Principals, have the right to participate in the receipt of dividends from, or proceeds from the sale of, the securities held for the account of such Reporting Person in accordance with their ownership interests in such Reporting Person. The Reporting Persons disclaim all beneficial ownership as affiliates of a Registered Investment Adviser, and, in any case, disclaim beneficial ownership except as to the extent of their pecuniary interest in the shares. The Reporting Persons have elected to file Schedule 13G although such filing may not be required under the Securities Exchange Act of 1934, as amended (the "Act").

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

Not applicable.

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

See Item 4.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

CUSIP No. 86722Q108

13G

Page 36 of 42 Pages

Not applicable.

ITEM 10. CERTIFICATION. (if filing pursuant to Rule 13d-1(c))

Each of the Reporting Persons hereby makes the following certification:

By signing below we certify that, to the best of our 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. 86722Q108

13G

Page 37 of 42 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: May 12, 2006

DAVIDSON KEMPNER PARTNERS By: MHD Management Co., its General Partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Managing Partner

DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L.P.

By: Davidson Kempner Advisers Inc.,

its General Partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: President

M.H. DAVIDSON & CO.

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: Managing Partner

DAVIDSON KEMPNER INTERNATIONAL, LTD. By: Davidson Kempner International

Advisors, L.L.C., its Investment Manager

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

SERENA LIMITED

By: Davidson Kempner International Advisors, L.L.C., its Investment Manager

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

CUSIP No. 86722Q108

13G

Page 38 of 42 Pages

DAVIDSON KEMPNER DISTRESSED OPPORTUNITIES FUND LP

By: DK Group LLC its General Partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

DAVIDSON KEMPNER DISTRESSED OPPORTUNITIES INTERNATIONAL LTD.

By: DK Management Partners LP its Investment Manager

By: DK Stillwater GP LLC, its general partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

MHD MANAGEMENT CO.

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: Managing Partner

DAVIDSON KEMPNER ADVISERS INC.

CUSIP No. 86722Q108

/S/ THOMAS L. KEMPNER, JR. Name: Thomas L. Kempner, Jr. Title: President DAVIDSON KEMPNER INTERNATIONAL ADVISORS, L.L.C. /S/ THOMAS L. KEMPNER, JR. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK GROUP LLC /S/ THOMAS L. KEMPNER, JR. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member 13G Page 39 of 42 Pages DK MANAGEMENT PARTNERS LP By: DK Stillwater GP LLC, its general partner /S/ THOMAS L. KEMPNER, JR. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK STILLWATER GP LLC /S/ THOMAS L. KEMPNER, JR. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member /S/ THOMAS L. KEMPNER, JR. Thomas L. Kempner, Jr. /S/ MARVIN H. DAVIDSON _____ Marvin H. Davidson /S/ STEPHEN M. DOWICZ Stephen M. Dowicz /S/ SCOTT E. DAVIDSON _____ Scott E. Davidson /S/ MICHAEL J. LEFFELL

Michael J. Leffell

/S/ TIMOTHY I. LEVART

Timothy I. Levart

/S/ ROBERT J. BRIVIO, JR.

Robert J. Brivio, Jr.

/S/ ERIC P. EPSTEIN

Eric P. Epstein

/S/ ANTHONY A. YOSELOFF

Anthony A. Yoseloff

/S/ AVRAM Z. FRIEDMAN

Avram Z. Friedman

CUSIP No. 86722Q108

13G

Page 40 of 42 Pages

EXHIBIT 1

JOINT ACQUISITION STATEMENT

PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G, shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATED: May 12, 2006

DAVIDSON KEMPNER PARTNERS By: MHD Management Co., its General Partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Managing Partner

DAVIDSON KEMPNER INSTITUTIONAL

PARTNERS, L.P.

By: Davidson Kempner Advisers Inc., its General Partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: President

M.H. DAVIDSON & CO.

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: Managing Partner

DAVIDSON KEMPNER INTERNATIONAL, LTD.

By: Davidson Kempner International

Advisors, L.L.C.,

its Investment Manager

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

CUSIP No. 86722Q108

13G

Page 41 of 42 Pages

SERENA LIMITED

By: Davidson Kempner International Advisors, L.L.C.,

its Investment Manager

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: Executive Managing Member

DAVIDSON KEMPNER DISTRESSED

OPPORTUNITIES FUND LP

By: DK Group LLC

its General Partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: Executive Managing Member

DAVIDSON KEMPNER DISTRESSED

OPPORTUNITIES INTERNATIONAL LTD.

By: DK Management Partners LP

its Investment Manager

By: DK Stillwater GP LLC,

its general partner

/S/ THOMAS L. KEMPNER, JR.

Name: Thomas L. Kempner, Jr.

Title: Executive Managing Member

MHD MANAGEMENT CO.

/S/ THOMAS L. KEMPNER, JR.

13G

CUSIP No. 86722Q108

Name: Thomas L. Kempner, Jr. Title: Managing Partner DAVIDSON KEMPNER ADVISERS INC. /S/ THOMAS L. KEMPNER, JR. Name: Thomas L. Kempner, Jr. Title: President DAVIDSON KEMPNER INTERNATIONAL ADVISORS, L.L.C. /S/ THOMAS L. KEMPNER, JR. ______ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member Page 42 of 42 Pages DK GROUP LLC /S/ THOMAS L. KEMPNER, JR. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK MANAGEMENT PARTNERS LP By: DK Stillwater GP LLC, its general partner /S/ THOMAS L. KEMPNER, JR. ._____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK STILLWATER GP LLC /S/ THOMAS L. KEMPNER, JR. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member /S/ THOMAS L. KEMPNER, JR. Thomas L. Kempner, Jr. /S/ MARVIN H. DAVIDSON Marvin H. Davidson

/S/ STEPHEN M. DOWICZ

/S/ SCOTT E. DAVIDSON

Stephen M. Dowicz

37

Scot	ct E. Davidson
/S/	MICHAEL J. LEFFELL
Mich	nael J. Leffell
/S/	TIMOTHY I. LEVART
Timo	othy I. Levart
/S/	ROBERT J. BRIVIO, JR.
Robe	ert J. Brivio, Jr.
/S/	ERIC P. EPSTEIN
Erio	C P. Epstein
/S/	ANTHONY A. YOSELOFF
Anth	nony A. Yoseloff
/S/	AVRAM Z. FRIEDMAN
Avra	am Z. Friedman