SEACOR HOLDINGS INC /NEW/ Form SC 13G/A February 13, 2006

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Rule 13d-102)

Information Statement Pursuant to Rules 13d-1 and 13d-2 Under the Securities Exchange Act of 1934 (Amendment No. 1)*

> SEACOR Holdings Inc. (Name of Issuer)

Common Stock (Title of Class of Securities)

> 811904101 (CUSIP Number)

December 31, 2005 Date of Event Which Requires Filing of the 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 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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CUS	SIP NO. 811904101	13G	Page 2 of 13 Pages
		F REPORTING PERSON R.S. IDENTIFICATION NO. OF ABOVE PE	ERSON
		imited Partnership THE APPROPRIATE BOX IF A MEMBER C	DF A GROUP (a) ý
	3. SEC USE	ONLY	(b) o
		SHIP OR PLACE OF ORGANIZATION nited partnership	
	NUMBER OF SHARES	5. SOLE VOTING	G POWER
	BENEFICIALLY OWNED BY	6. SHARED VOT	TING POWER
	EACH	1,781,827 shar	res
	PERSON WITH	7. SOLE DISPOS	SITIVE POWER
		[°]	POSITIVE POWER
9.	AGGREGATE AMOU	See Row 6 abo NT BENEFICIALLY OWNED BY EACH RI	
). 10.	See Row 6 above.	AGGREGATE AMOUNT IN ROW (9) EXCI	
11.	CERTAIN SHARES	REPRESENTED BY AMOUNT IN ROW (9)	

Approximately 7.0% as of December 31, 2005.

12. TYPE OF REPORTING PERSON **PN; HC**

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CUSIP NO. 8	811904101		13G	Page 3 of 13 Page
1.		F REPORTING PERSON		
	S.S. OR I	R.S. IDENTIFICATION N	O. OF ABOVE PERSON	
	Citadel II	vestment Group, L.L.C.		
2.			IF A MEMBER OF A GRO	
			(a) (b)	, ,
3.	SEC USE	ONLY) 0
4.		SHIP OR PLACE OF ORC		
		limited liability company		
Ν	UMBER OF SHARES	5.	SOLE VOTING POWER	
BEI	NEFICIALLY	6.	SHARED VOTING POW	VER
C	WNED BY			
R	EACH EPORTING		1,781,827 shares	
	PERSON	7.	SOLE DISPOSITIVE PO	WER
	WITH		0	
		8.	SHARED DISPOSITIVE	E POWER
			See Row 6 above.	
	EGATE AMOU w 6 above.	NT BENEFICIALLY OW	NED BY EACH REPORTING	G PERSON
		AGGREGATE AMOUNT	IN ROW (9) EXCLUDES	
	AIN SHARES			
. PERCE	ENT OF CLASS	REPRESENTED BY AM	OUNT IN ROW (9)	

Approximately 7.0% as of December 31, 2005. TYPE OF REPORTING PERSON

12. **OO; HC**

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CUSIP NO. 8	11904101		13G	Page 4 of 13 Pages
1.	NAME OF	REPORTING PERSON		
	S.S. OR I.I	R.S. IDENTIFICATION N	O. OF ABOVE PERSON	
	Kenneth (Friffin		
2.	CHECK T	HE APPROPRIATE BOX	IF A MEMBER OF A GROU	
			(a) (b)	•
3.	SEC USE	ONLY		
4.	CITIZENS	HIP OR PLACE OF ORGA	ANIZATION	
NT	U.S. Citize	==		
	JMBER OF SHARES	5.	SOLE VOTING POWER	
	EFICIALLY	6.	SHARED VOTING POW	ER
0	WNED BY			
RE	EACH EPORTING		1,781,827 shares	
	PERSON	7.	SOLE DISPOSITIVE POV	WER
	WITH	c	0	DOWER
		8.	SHARED DISPOSITIVE	POWER
			See Row 6 above.	
	EGATE AMOUN v 6 above.	T BENEFICIALLY OWN	ED BY EACH REPORTING	J PERSON
		GGREGATE AMOUNT I	N ROW (9) EXCLUDES	
	IN SHARES			
1. PERCE	NT OF CLASS	REPRESENTED BY AMO	UNT IN ROW (9)	

Approximately 7.0% as of December 31, 2005. TYPE OF REPORTING PERSON

12. TYPE OF REPORTING PERSON **IN; HC**

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CUS	SIP NO. 811904101		13G	Page 5 of 13 Pages
	1. NAME	OF REPORTING PERSON		
	S.S. OF	I.R.S. IDENTIFICATION	NO. OF ABOVE PERSON	
	Citade	Wellington LLC		
	2. CHECI	THE APPROPRIATE BO	X IF A MEMBER OF A GROUP	
			(a) (b)	ý
	3. SEC U	SE ONLY	· · · · · · · · · · · · · · · · · · ·	
	4. CITIZE	NSHIP OR PLACE OF OR	GANIZATION	
		re limited liability compan	-	
	NUMBER OF	5.	SOLE VOTING POWER	
	SHARES BENEFICIALLY	6.	0 SHARED VOTING POWE	D
	OWNED BY	0.	SHARED VOTING FOWE	ĸ
	EACH		1,781,827 shares	
	REPORTING		1,701,027 Shures	
	PERSON	7.	SOLE DISPOSITIVE POW	ER
	WITH		0	
		8.	SHARED DISPOSITIVE P	OWER
			See Row 6 above.	
9.		UNT BENEFICIALLY OW	NED BY EACH REPORTING	PERSON
0.	See Row 6 above.			
0.	CERTAIN SHARES	E AGGREGATE AMOUNT	IN NOW (9) EACLUDES	
1.		S REPRESENTED BY AM	IOUNT IN ROW (9)	

Approximately 7.0% as of December 31, 2005. TYPE OF REPORTING PERSON

12. **OO; HC**

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CUS	IP NO. 8119	04101		13G	Page 6 of 13 Pages
	1.		REPORTING PERSON S. IDENTIFICATION N	IO. OF ABOVE PERSON	
	2.		sington Global Strateg	ies Fund Ltd. TF A MEMBER OF A GROU	IP
		011201111		(a)	-
				(b)	
	3.	SEC USE C	NLY		
	4.		IIP OR PLACE OF ORC	GANIZATION	
		Bermuda c			
		BER OF ARES	5.	SOLE VOTING POWER	
		TCIALLY	6.	SHARED VOTING POW	FR
		ED BY	0.		
		ACH DRTING		1,781,827 shares	
		RSON TTH	7.	SOLE DISPOSITIVE PO' 0	WER
			8.	SHARED DISPOSITIVE	POWER
				See Row 6 above.	
9.			F BENEFICIALLY OW	NED BY EACH REPORTING	3 PERSON
10.	See Row 6		COECATE AMOUNT	IN ROW (9) EXCLUDES	
10.	CERTAIN		JOILEOATE AMOUNT	IN ROW (3) EACLUDES	
11.			EPRESENTED BY AM	OUNT IN POW (0)	

Approximately 7.0% as of December 31, 2005. TYPE OF REPORTING PERSON

12. CO; HC

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CUSIP 1	NO. 811904101		13G	Page 7	of 13 Pages
1.		F REPORTING PERSON .R.S. IDENTIFICATION N	NO. OF ABOVE PERSON		
2.		Equity Fund Ltd. THE APPROPRIATE BOX	K IF A MEMBER OF A GR	ROUP	
				(a)	ý
				(b)	0
3.	SEC USE	EONLY			
4.	CITIZEN	SHIP OR PLACE OF OR	GANIZATION		
	Cayman	Islands company			
	NUMBER OF	5.	SOLE VOTING POWI	ER	
	SHARES		0		
	BENEFICIALLY	6.	SHARED VOTING PO	OWER	
	OWNED BY EACH				
	REPORTING		1,781,827 shares		
	PERSON	7.	SOLE DISPOSITIVE I	DOWED	
	WITH	7.		FOWER	
		8.	SHARED DISPOSITIV	VE POWER	
			See Row 6 above.		
. A0	GGREGATE AMOL	ΙΝΤ ΒΕΝΕΕΙΟΙΔΙ Ι Υ ΟΨ	NED BY EACH REPORTI	ING PERSON	
	e Row 6 above.				
		AGGREGATE AMOUNT	IN ROW (9) EXCLUDES		
	ERTAIN SHARES		~ /		
1 DE	EDCENT OF CLASS	DEDDECENTED BV AM	OUNT IN POW (0)		

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

Approximately 7.0% as of December 31, 2005. TYPE OF REPORTING PERSON

12. TYPE OF REPORTING PERSON CO

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CUS	SIP NO. 811	904101	130	r	Page 8 of 13 Pages
	1.	NAME OF	REPORTING PERSON		
		S.S. OR I.R	S. IDENTIFICATION NO. C	F ABOVE PERSON	
		Citadel Der	ivatives Group LLC		
	2.	CHECK TH	E APPROPRIATE BOX IF A		-
				(a) (b)	ý
	3.	SEC USE C	NLY		Ū.
	4.	CITIZENSI	IIP OR PLACE OF ORGANI	ZATION	
			mited liability company		
		IBER OF IARES	5. S	OLE VOTING POWER	
		FICIALLY	-	HARED VOTING POWE	P
		NED BY	0. 5		
		EACH	1	,781,827 shares	
	REP	ORTING	1	,701,027 shules	
		ERSON	7. S	OLE DISPOSITIVE POW	VER
	V	VITH	0		
			8. S	HARED DISPOSITIVE F	POWER
				ee Row 6 above.	
9.			F BENEFICIALLY OWNED	BY EACH REPORTING	PERSON
10.	See Row (GREGATE AMOUNT IN R		
10.		SHARES		On () EACLODES	
11.			EPRESENTED BY AMOUN	T IN ROW (9)	

Approximately 7.0% as of December 31, 2005. TYPE OF REPORTING PERSON

12. OO; BD

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CUSIP	NO. 811904101	13G	Page 9 of 13 Pages
Item 1(a) 1(b)	Name of Issuer: SEACOR HOLDIN Address of Issuer s Principal Executiv		
		11200 Richmond Houston, TX 770	l Avenue, Suite 400 082
Item 2(a) Item 2(b) Item 2(c)	Name of Person Filing Address of Principal Business Office Citizenship		
131 S. Dearb 32nd Floor Chicago, Illin			
131 S. Dearb 32nd Floor Chicago, Illi			
Kenneth Grit 131 S. Dearb 32nd Floor Chicago, Illit U.S. Citizen	oorn Street nois 60603		
131 S. Dearb 32nd Floor Chicago, Illi	nvestment Group, L.L.C. born Street		

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CUSII	P NO. 811904101		13G	Page 10 of 13 Pages
c/o Citadel 131 S. Dear 32nd Floor	linois 60603		l.	
c/o Citadel 131 S. Dear 32nd Floor Chicago, Ill	nity Fund Ltd. Investment Group, rborn Street linois 60603 ands company	L.L.C.		
c/o Citadel 131 S. Dear 32nd Floor Chicago, Ill	rivatives Group LLG Investment Group, rborn Street linois 60603 mited liability com	L.L.C.		
2(d)	Title of Class of	Securities:		
	Common Stock,	par value \$0.01	1 per share	
2(e)	CUSIP Number:		811904101	
Item 3	If this statement	is filed pursuant	to Rules 13d-1(b), or 13d-2(b) or (c), check v	whether the person filing is a:
	(a)	[]	Broker or dealer registered under Section	15 of the Exchange Act;
	(b)	[]	Bank as defined in Section 3(a)(6) of the	Exchange Act;
	(c)	[]	Insurance company as defined in Section	3(a)(19) of the Exchange Act;
	(d)	[]	Investment company registered under Se	ction 8 of the Investment Company
	(e)	[]	An investment adviser in accordance wit	h Rule 13d-1(b)(1)(ii)(E);
	(f)	[]	An employee benefit plan or endowment	fund in accordance with Rule 13d

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	(g)	[]	A parent holding con	mpany or control pers	son in accordance with Rule 13d-1(b)(1)(ii)(G);
	(h)	[]	A savings associatio	n as defined in Sectio	on 3(b) of the Federal Deposit Insurance Act;
	(i)	[]		s excluded from the de he Investment Compa	efinition of an investment company under any Act;
	(j)	[]	Group, in accordanc	e with Rule 13d-1(b)((1)(ii)(J).
If this stateme	ent is filed j	pursuant t	o Rule 13d-1(c), check	this box.ý	
Item 4	Owne	ership:			
CITADEL L	IMITED I	PARTNE	RSHIP		
CITADEL IN	NVESTMI	ENT GRO	OUP, L.L.C.		
KENNETH (GRIFFIN				
CITADEL W	/ELLING	TON LLO	C		
CITADEL K	ENSING	TON GLO	BAL STRATEGIES	FUND LTD.	
CITADEL E	QUITY F	UND LTI).		
CITADEL D	ERIVATI	VES GRO	OUP LLC		
(a)		Am	ount beneficially owned	l:	
1,781,827 sha	res				
(b)		Perc	cent of Class:		
Approximatel	y 7.0% as	of Decem	ber 31, 2005.		
(c)		Nur	nber of shares as to whi	ch such person has:	
		(i)		sole powe	er to vote or to direct the vote:
				0	
		(ii)		shared po	ower to vote or to direct the vote:
				See Item	4(a) above.
		(iii)		sole powe	er to dispose or to direct the disposition of:

0

(iv)

shared power to dispose or to direct the disposition of:

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		See Item 4(a) above.	
Item 5	Ownership of Five Percent or Less o	f a Class: Not Applicable.	
Item 6	Ownership of More than Five Percer	t on Behalf of Another Per	son:
		Not Applicable.	
Item 7	Identification and Classification of the Holding Company:	e Subsidiary which Acquir	ed the Security Being Reported on by the P
		See Item 2 above.	
Item 8	Identification and Classification of M	Iembers of the Group:	
		Not Applicable.	
Item 9	Notice of Dissolution of Group:		
		Not Applicable.	
Item 10	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.

* Mathew B. Hinerfeld is signing on behalf of Kenneth Griffin as attorney-in-fact pursuant to a power of attorney previously filed with the Securities and Exchange Commission on February 4, 2005, and hereby incorporated by reference herein. The power of attorney was filed as an attachment to a filing by Citadel Limited Partnership on Schedule 13G/A for Komag, Incorporated.

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

Dated this 13th day of February, 2006

KENNETH GRIFFIN		CITADEL KENSINGTON GLOBAL		
		STRATEGIES FUND LTD.		
By:	/s/ Matthew B. Hinerfeld			
	Matthew B. Hinerfeld, attorney-in-fact*	By:	Citadel Limited Partnership,	
			its Portfolio Manager	
CITADEI	L INVESTMENT GROUP, L.L.C.			
		By:	Citadel Investment Group, L.L.C.,	
By:	/s/ Matthew B. Hinerfeld		its General Partner	
	Matthew B. Hinerfeld, Managing			
	Director and Deputy General Counsel	By:	/s/ Matthew B. Hinerfeld	
			Matthew B. Hinerfeld, Managing	
CITADEL LIMITED PARTNERSHIP			Director and Deputy General Counsel	
By:	Citadel Investment Group, L.L.C.,	CITADEI	L EQUITY FUND LTD.	
	its General Partner			
		By:	Citadel Limited Partnership,	
By:	/s/ Matthew B. Hinerfeld		its Portfolio Manager	
	Matthew B. Hinerfeld, Managing			
	Director and Deputy General Counsel	By:	Citadel Investment Group, L.L.C.,	
			its General Partner	
CITADEI	L WELLINGTON LLC			
		By:	/s/ Matthew B. Hinerfeld	
By:	Citadel Limited Partnership,		Matthew B. Hinerfeld, Managing	
	its Managing Member		Director and Deputy General Counsel	
By:	Citadel Investment Group, L.L.C.,	CITADEL DERIVATIVES GROUP LLC		
	its General Partner			
		By:	Citadel Limited Partnership,	
By:	/s/ Matthew B. Hinerfeld		its Managing Member	
	Matthew B. Hinerfeld, Managing			
	Director and Deputy General Counsel	By:	Citadel Investment Group,	
		-	L.L.C.,	
			its General Partner	
		By:	/s/ Matthew B. Hinerfeld	
			Matthew B. Hinerfeld, Managing	
			Director and Deputy General Counsel	

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