

MICHAEL RECANATI TRUST
Form 4
December 02, 2005

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MICHAEL RECANATI TRUST

2. Issuer Name and Ticker or Trading Symbol
OVERSEAS SHIPHOLDING GROUP INC [OSG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/01/2005

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

C/O MICHAEL RECANATI AND DANIEL PEARSON, 590 FIFTH AVENUE, 9TH FLOOR

(Street)

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

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

NEW YORK, NY 10036

(City) (State) (Zip)

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)
				(A) or (D)	Price		
Common Stock, par value \$1.00 per share	12/01/2005		S	1,563 (1)	D \$ 53	212,985 (2)	D
Common Stock, par value \$1.00 per share	12/01/2005		S	147 (1)	D \$ 53.01	212,838	D
Common Stock, par	12/01/2005		S	94 (1)	D \$ 53.02	212,744	D

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value \$1.00 per share Common Stock, par value \$1.00 per share	12/01/2005	S	130 <u>(1)</u>	D	\$ 53.03	212,614	D
Common Stock, par value \$1.00 per share	12/01/2005	S	234 <u>(1)</u>	D	\$ 53.04	212,380	D
Common Stock, par value \$1.00 per share	12/01/2005	S	83 <u>(1)</u>	D	\$ 53.05	212,297	D
Common Stock, par value \$1.00 per share	12/01/2005	S	10 <u>(1)</u>	D	\$ 53.06	212,287	D
Common Stock, par value \$1.00 per share	12/01/2005	S	99 <u>(1)</u>	D	\$ 53.07	212,188	D
Common Stock, par value \$1.00 per share	12/01/2005	S	114 <u>(1)</u>	D	\$ 53.08	212,074	D
Common Stock, par value \$1.00 per share	12/01/2005	S	21 <u>(1)</u>	D	\$ 53.09	212,053	D
Common Stock, par value \$1.00 per share	12/01/2005	S	239 <u>(1)</u>	D	\$ 53.1	211,814	D
Common Stock, par value \$1.00 per share	12/01/2005	S	10 <u>(1)</u>	D	\$ 53.12	211,804	D
Common Stock, par value \$1.00 per share	12/01/2005	S	452 <u>(1)</u>	D	\$ 53.13	211,352	D
Common Stock, par value \$1.00	12/01/2005	S	52 <u>(1)</u>	D	\$ 53.14	211,300	D

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per share							
Common Stock, par value \$1.00 per share	12/01/2005	S	140 <u>(1)</u>	D	\$ 53.15	211,160	D
Common Stock, par value \$1.00 per share	12/01/2005	S	21 <u>(1)</u>	D	\$ 53.16	211,139	D
Common Stock, par value \$1.00 per share	12/01/2005	S	94 <u>(1)</u>	D	\$ 53.17	211,045	D
Common Stock, par value \$1.00 per share	12/01/2005	S	151 <u>(1)</u>	D	\$ 53.18	210,894	D
Common Stock, par value \$1.00 per share	12/01/2005	S	135 <u>(1)</u>	D	\$ 53.19	210,759	D
Common Stock, par value \$1.00 per share	12/01/2005	S	479 <u>(1)</u>	D	\$ 53.2	210,280	D
Common Stock, par value \$1.00 per share	12/01/2005	S	99 <u>(1)</u>	D	\$ 53.22	210,181	D
Common Stock, par value \$1.00 per share	12/01/2005	S	52 <u>(1)</u>	D	\$ 53.23	210,129	D
Common Stock, par value \$1.00 per share	12/01/2005	S	47 <u>(1)</u>	D	\$ 53.24	210,082	D
Common Stock, par value \$1.00 per share	12/01/2005	S	88 <u>(1)</u>	D	\$ 53.25	209,994	D
Common Stock, par value \$1.00 per share	12/01/2005	S	73 <u>(1)</u>	D	\$ 53.26	209,921	D

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Common Stock, par value \$1.00 per share	12/01/2005	S	151 <u>(1)</u>	D	\$ 53.27	209,770	D
Common Stock, par value \$1.00 per share	12/01/2005	S	52 <u>(1)</u>	D	\$ 53.28	209,718	D
Common Stock, par value \$1.00 per share	12/01/2005	S	156 <u>(1)</u>	D	\$ 53.29	209,562	D
Common Stock, par value \$1.00 per share	12/01/2005	S	<u>1,170</u> <u>(1)</u>	D	\$ 53.3	208,392	D
Common Stock, par value \$1.00 per share	12/01/2005	S	21 <u>(1)</u>	D	\$ 53.31	208,371 <u>(3)</u> <u>(4)</u> <u>(5)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u>	D

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

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SEC 1474
(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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MICHAEL RECANATI TRUST C/O MICHAEL RECANATI AND DANIEL PEARSON 590 FIFTH AVENUE, 9TH FLOOR NEW YORK, NY 10036			X	
/s/Daniel Pearson, Attorney-in Fact pursuant to a power of attorney previously filed for Michael Recanati, Investment Trustee on behalf of the Michael Recanati Trust /s/Daniel Pearson, Investment Trustee on behalf of The Michael Recanati Trust				12/02/2005
__Signature of Reporting Person				Date

Signatures

/s/Daniel Pearson, Attorney-in Fact pursuant to a power of attorney previously filed for Michael Recanati, Investment Trustee on behalf of the Michael Recanati Trust /s/Daniel Pearson, Investment Trustee on behalf of The Michael Recanati Trust

12/02/2005

__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) Sold pursuant to a trading plan adopted pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
 - (2) The 10,836 shares of the Issuer that were held indirectly by the Reporting Person through OSG Holdings, a New York partnership, have been distributed to the Reporting Person.
 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 36 (1) D \$53.32 5. 208,335 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 21 (1) D \$53.34 5. 208,314 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 10 (1) D \$53.35 5. 208,304 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 114 (1) D \$53.39 5. 208,190 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 5 (1) D \$53.42 5. 208,185 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 458 (1) D \$53.45 5. 207,727 6. D
 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 5 (1) D \$53.48 5. 207,722 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 26 (1) D \$53.49 5. 207,696 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 31 (1) D \$53.5 5. 207,665 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 52 (1) D \$53.51 5. 207,613 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 47 (1) D \$53.55 5. 207,566 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 182 (1) D \$53.6 5. 207,384 6. D
 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 42 (1) D \$53.65 5. 207,342 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 5 (1) D \$53.66 5. 207,337 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 42 (1) D \$53.68 5. 207,295 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 104 (1) D \$53.75 5. 207,191 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 5 (1) D \$53.76 5. 207,186 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 57 (1) D \$53.77 5. 207,129 6. D
 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 31 (1) D \$53.78 5. 207,098 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 5 (1) D \$53.8 5. 207,093 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 11 (1) D \$53.81 5. 207,082 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 26 (1) D \$53.82 5. 207,056 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 52 (1) D \$53.84 5. 207,004 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 78 (1) D \$53.85 5. 206,926 6. D
 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 52 (1) D \$53.87 5. 206,874 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 260 (1) D \$53.89 5. 206,614 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 52 (1) D \$53.92 5. 206,562 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 52 (1) D \$53.93 5. 206,510 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 156 (1) D \$53.96 5. 206,354 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 52 (1) D \$53.99 5. 206,302 6. D
 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 411 (1) D \$54.0 5. 205,891 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 26 (1) D \$54.01 5. 205,865 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 151 (1) D \$54.02 5. 205,714 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 83 (1) D \$54.03 5. 205,631 6. D 1. Common Stock, par value \$1.00 per share 2. 12/1/2005 3. S 4. 172 (1) D \$54.0 5. 205,459 6. D

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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