

OMEGA PROTEIN CORP

Form SC 13G/A

December 20, 2006

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

**SCHEDULE 13G**

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

OMEGA PROTEIN CORPORATION  
(Name of Issuer)  
Common Stock, par value \$0.01 per share  
(Title of Class of Securities)  
68210P 10 7  
(CUSIP Number)  
(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 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).

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

CUSIP No. 68210P 10 7

NAMES OF REPORTING PERSONS:

1

Zapata Corporation

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):

C-74-1339132

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

2

(a)

(b)

SEC USE ONLY:

3

CITIZENSHIP OR PLACE OF ORGANIZATION:

4

Nevada

SOLE VOTING POWER:

5

NUMBER OF -0-

SHARED VOTING POWER:

6

SHARES BENEFICIALLY OWNED BY -0-

SOLE DISPOSITIVE POWER:

7

EACH REPORTING PERSON -0-

SHARED DISPOSITIVE POWER:

8

WITH: -0-

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

9

-0-

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

o

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

0.00%

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

CO

Item 1 (a) Name of Issuer:  
Omega Protein Corporation

(b) Address of Issuer's Principal Executive Offices:  
2101 CityWest Blvd., Suite 500, Building 3  
Houston, Texas 77042

Item 2 (a) Name of Person Filing:  
Zapata Corporation

(b) Address of Principal Business Office:  
100 Meridian Centre, Suite 350  
Rochester, New York 14618

(c) Citizenship:  
United States

(d) Title of Class of Securities:  
Common Stock, par value \$0.01 per share

(e) CUSIP Number:  
68210P 10 7

Item 3 Not Applicable

Item 4. Ownership

(a)	Amount beneficially owned:	-0-
(b)	Percent of class:	0.0%
(c)	(i) sole power to vote or to direct the vote:	-0-
	(ii) shared power to vote or to direct the vote:	-0-
	(iii) sole power to dispose or to direct the disposition of:	-0-
	(iv) shared power to dispose or to direct the disposition of:	-0-

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

[ X ]

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

Not Applicable

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

Not Applicable

Item 9. Notice of Dissolution of Group

Not Applicable

Item 10. Certifications

Not Applicable

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 20, 2006

Zapata Corporation

By: /s/ Leonard DiSalvo

Name: Leonard DiSalvo

Title: VP-Finance and Chief Financial Officer

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