

DiMaio Jack
Form 3
May 25, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â DiMaio Ahmad Capital LLC | | (Month/Day/Year) | SUNCOM WIRELESS HOLDINGS, INC. [SCWH.OB] | |
| (Last) | (First) | (Middle) | 05/15/2007 | |
| C/O DIMAIO AHMAD CAPITAL LLC, Â 245 PARK AVENUE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | (Check all applicable) | | | |
| | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner | | |
| | <input type="checkbox"/> Officer | <input type="checkbox"/> Other | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | (give title below) (specify below) | | <input type="checkbox"/> Form filed by One Reporting Person | |
| NEW YORK, Â NY Â 10167 | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | | | |
| (City) | (State) | (Zip) | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|---|--|--|
| Class A Common Stock, par value \$0.01 per share | 6,493,698 ⁽⁴⁾ | I | See Footnotes ⁽¹⁾ ⁽²⁾ ⁽³⁾ |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--|---------------------------|----------------------|---|
|--|--|--|---------------------------|----------------------|---|

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| Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) |
|------------------|-----------------|---------------------|----------------------------|------------------------------|---|
|------------------|-----------------|---------------------|----------------------------|------------------------------|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| DiMaio Ahmad Capital LLC C/O DIMAIO AHMAD CAPITAL LLC 245 PARK AVENUE NEW YORK, NY 10167 | Â | Â X | Â | Â |
| DiMaio Ahmad Management LLC C/O DIMAIO AHMAD CAPITAL LLC 245 PARK AVENUE NEW YORK, NY 10167 | Â | Â X | Â | Â |
| Ahmad Nasser C/O DIMAIO AHMAD CAPITAL LLC 245 PARK AVENUE NEW YORK, NY 10167 | Â | Â X | Â | Â |
| DiMaio Jack C/O DIMAIO AHMAD CAPITAL LLC 245 PARK AVENUE NEW YORK, NY 10167 | Â | Â X | Â | Â |

Signatures

Dennis Crilly 05/25/2007

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) Lisenard Street Credit (Master), Ltd. ("Lisenard") is the holder of 5,591,760 shares of the Class A common stock, par value \$0.01 per share (the "Shares") of SunCom Wireless Holdings, Inc. (which represents less than 10% of the outstanding Shares of SunCom Wireless Holdings, Inc.). Pond View Credit (Master), L.P. ("Pond View") is the holder of 901,938 Shares (which represents less than 10% of the outstanding Shares of SunCom Wireless Holdings, Inc.). DiMaio Ahmad Capital LLC ("DA Capital") is the investment manager of each of Lisenard and Pond View, and possesses the power to vote and direct the disposition of Shares held by Lisenard and Pond View, and may be deemed to be the beneficial owners of all Shares held by Lisenard and Pond View.

(2) DiMaio Ahmad Management LLC ("DA Management"), as the managing member of DA Capital, and Messrs. Jack DiMaio and Nasser Ahmad, as the managing members of DA Management and the managing partners of DA Capital, may be deemed to be the beneficial owners of all Shares held by Lisenard and Pond View.

(3) Pursuant to Rule 16a -1(a)(4) under the Act, each of DA Capital, each Reporting Person herein states that this filing shall not be deemed an admission that he or it was the beneficial owner of any of the Shares covered by this Statement. Each Reporting Person disclaims beneficial ownership of the Shares covered by this Statement, except to the extent of its or his pecuniary interest in such Shares.

(4)

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The Shares held by Lisperard and Pond View include 6,493,698 Shares received pursuant to the consummation of that certain recapitalization effected through an equity-for-debt exchange concerning or impacting, inter alia, certain 9-3/8% Senior Subordinated Notes due 2011 (the "9-3/8% Notes") and 8- 3/4% Senior Subordinated Notes due 2011 (the "8-3/4% Notes" and, together with the 9-3/8% Notes, the "Notes") of SunCom Wireless, Inc., an indirect subsidiary of the Company, with a final exchange ratio of 71.114 Shares (after giving effect to the merger consummated in connection with the recapitalization) for each \$1,000 principal amount of Notes exchanged by the participating noteholders.

Â

Remarks:

AuthorizedÂ Signatory,Â DiMaioÂ AhmadÂ CapitalÂ LLC

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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