FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL

OMB Number: 3235-010

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	OI	Section 30(n)	of the Investment Company Act o	or Te	940					
Red		Event Statement y/Year) 08	3. Issuer Name and Ticker or Trading Symbol Global Ship Lease, Inc. [ GSL ]							
ast) (First) (Middle) O MILLENNIUM MANAGEMENT LLC		Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director				5. If Amendment, Date of Original Filed (Month/Day/Year)				
666 FIFTH AVENUE, 8TH FLOOR			Officer (give title below)		Other (specification)			vidual or Joint/G able Line)	Group Filing (Check	
(Street) NEW YORK NY 10103-0899	_				ŕ		X	Form filed by	One Reporting Person More than One son	
(City) (State) (Zip)										
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)		2. Amount of Securities Beneficially Owned (Instr. 4)				4. Nature of Indirect Beneficial Ownership (Instr. 5)				
Class A Common Shares			2,166,984(1)		D(5)(8)(9)					
Class A Common Shares		186,866(2)		D(4)(5)(6)(7)(8)(9)						
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 4)	2. Date Exer Expiration D (Month/Day/	ate	3. Title and Amount of Securities Derivative Security (Instr. 4)		Underlying	4. Conversion or Exercise Price of		5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Deriv		Derivati Security	ve	or Indirect (I) (Instr. 5)		
Warrant	09/22/2008 <sup>(3)</sup>	08/24/2010 <sup>(3)</sup>	Class A Common Shares	4,	302,768(1)(3)	6(3)		D <sup>(5)(8)(9)</sup>		

(Last)	(First)	(Middle)					
C/O MILLENNIUM MANAGEMENT LLC							
666 FIFTH AVENUE, 8TH FLOOR							
(Street)							
NEW YORK	NY	10103-0899					
	(State)	(Zip)					
1. Name and Addres	. ,						
1. Name and Addre	ss of Reporting Pers	on*					
1. Name and Addre	ss of Reporting Pers	on*					
1. Name and Addre COGNIZAN  (Last)	ss of Reporting Pers T HOLDINGS  (First)	on* 5, LTD.					
1. Name and Addre COGNIZAN  (Last)  MILLENNIUM	ss of Reporting Pers T HOLDINGS  (First)	on* 5, LTD.  (Middle)  AL MANAGEMENT LP					
1. Name and Addre COGNIZAN  (Last)  MILLENNIUM	ss of Reporting Pers T HOLDINGS  (First)  INTERNATION	on* 5, LTD.  (Middle)  AL MANAGEMENT LP					
1. Name and Addre COGNIZAN  (Last)  MILLENNIUM  666 FIFTH AVE	ss of Reporting Pers T HOLDINGS  (First)  INTERNATION  ENUE, 8TH FLOO	on* 5, LTD.  (Middle)  AL MANAGEMENT LP					

(First)

C/O MILLENNIUM MANAGEMENT LLC

666 FIFTH AVENUE, 8TH FLOOR

(Middle)

(Street) NEW YORK	NY	10103-0899						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*  MILLENNIUM INTERNATIONAL  MANAGEMENT LP								
(Last) 666 FIFTH AVENU	(First) JE, 8TH FLOOR	(Middle)						
(Street) NEW YORK, NY 10103	NY	10103-0899						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*  MILLENNIUM INTERNATIONAL  MANAGEMENT GP LLC								
(Last) 666 FIFTH AVENU	(First) JE, 8TH FLOOR	(Middle)						
(Street) NEW YORK	NY	10103-0899						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*  MILLENNIUM MANAGEMENT, L.L.C.								
(Last) 666 FIFTH AVENU	(First) JE, 8TH FLOOR	(Middle)						
(Street) NEW YORK	NY	10103-0899						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*  ENGLANDER ISRAEL A								
(Last) (First) (Middle) C/O MILLENNIUM MANAGEMENT, L.L.C. 666 FIFTH AVENUE, 8TH FLOOR								
(Street) NEW YORK	NY	10103-0899						
(City)	(State)	(Zip)						

#### **Explanation of Responses:**

- 1. As of the date of this filing, Millenco LLC, a Delaware limited liability company ("Millenco"), is the beneficial owner of 6,469,752 Class A common shares, par value \$0.01 per share ("Class A Common Shares") of Global Ship Lease, Inc. (the "Issuer") consisting of 2,166,984 Class A Common Shares and warrants ("Warrants") to purchase 4,302,768 Class A Common Shares.
- 2. As of the date of this filing, Cognizant Holdings, Ltd., an exempted limited company organized under the laws of the Cayman Islands ("Cognizant Holdings"), is the beneficial owner of 186,866 of the Issuer's Class A Common Shares.
- 3. Each Warrant entitles the holder to purchase one of the Issuer's Class A Common Shares at an exercise price of \$6.00 per share. The Warrants became exercisable on September 22, 2008, the date that the Issuer's registration statement was declared effective by the Securities and Exchange Commission. The Warrants will expire on August 24, 2010, unless earlier redeemed by the Issuer.
- 4. Integrated Holding Group LP, a Delaware limited partnership ("Integrated Holding Group") is the 100% shareholder of Cognizant Holdings, and consequently may be deemed to have voting control and investment discretion over securities owned by Cognizant Holdings.
- 5. Millennium Management LLC ("Millennium Management") is the manager of Millenco and the general partner of Integrated Holding Group, and consequently may be deemed to have voting control and investment discretion over securities owned by Millenco and Cognizant Holdings and securities deemed to be owned by Integrated Holding Group, as the case may be.
- 6. Millennium International Management LP, a Delaware limited partnership ("Millennium International Management") is the investment manager to Cognizant Holdings, and consequently may be deemed to have voting control and investment discretion over securities owned by Cognizant Holdings.
- 7. Millennium International Management GP LLC, a Delaware limited liability company ("Millennium International Management GP") is the general partner of Millennium International Management, and consequently may be deemed to have voting control and investment discretion over securities deemed to be beneficially owned by Millennium International Management.
- 8. Israel A. Englander ("Mr. Englander") is the managing member of Millennium Management and of Millennium International Management GP, and consequently may be deemed to be the beneficial owner of any shares deemed to be beneficially owned by Millennium Management or Millennium International Management GP, as the case may be.
- 9. The foregoing should not be construed in and of itself as an admission by Millennium Management, Integrated Holding Group, Millennium International Management, Millennium International Management GP, or Mr. Englander as to beneficial ownership of the shares owned by Millenco or Cognizant Holdings, as the case may be.

### Remarks:

## Officer

\*\* Signature of Reporting Person

Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Name: Cognizant Holdings, Ltd.

Address: c/o Millennium International Management LP

666 Fifth Avenue, 8th Floor

New York, NY 10103

Designated Filer: Millenco LLC

Issuer & Ticker Symbol: Global Ship Lease, Inc. (GSL)

Date of Event Requiring

Statement: 09/22/2008

Signature: COGNIZANT HOLDINGS, LTD.

BY: Millennium International Management LP,

as investment manager

By: /s/ David Nolan

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Name: David Nolan Title: Co-President

Name: Integrated Holding Group LP c/o Millennium Management LLC

666 Fifth Avenue, 8th Floor

New York, NY 10103

Designated Filer: Millenco LLC

Issuer & Ticker Symbol: Global Ship Lease, Inc. (GSL)

Date of Event Requiring

Statement: 09/22/2008

Signature: INTEGRATED HOLDING GROUP LP

BY: Millennium Management LLC,

its general partner

By: /s/ David Nolan

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Name: David Nolan Title: Co-President

Name: Millennium International Management LP

Address: 666 Fifth Avenue, 8th Floor

New York, NY 10103

Designated Filer: Millenco LLC

Issuer & Ticker Symbol: Global Ship Lease, Inc. (GSL)

Date of Event Requiring

Statement: 09/22/2008

Signature: MILLENNIUM INTERNATIONAL MANAGEMENT LP

By: /s/ David Nolan

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Name: David Nolan Title: Co-President

Name: Millennium International Management GP LLC

Address: 666 Fifth Avenue, 8th Floor

New York, NY 10103

Designated Filer: Millenco LLC

Issuer & Ticker Symbol: Global Ship Lease, Inc. (GSL)

Date of Event Requiring

Statement: 09/22/2008

Signature: MILLENNIUM INTERNATIONAL MANAGEMENT GP LLC

By: /s/ David Nolan

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Name: David Nolan

Title: Executive Vice President

Name: Millennium Management LLC Address: 666 Fifth Avenue, 8th Floor

New York, NY 10103

Designated Filer: Millenco LLC

Issuer & Ticker Symbol: Global Ship Lease, Inc. (GSL)

Date of Event Requiring

Statement: 09/22/2008

Signature: MILLENNIUM MANAGEMENT LLC

By: /s/ David Nolan

Nome : Dovid Nolen

Name: David Nolan Title: Co-President

Name: Israel A. Englander

Address: c/o Millennium Management LLC

666 Fifth Avenue, 8th Floor

New York, NY 10103

Designated Filer: Millenco LLC

Issuer & Ticker Symbol: Global Ship Lease, Inc. (GSL)

Date of Event Requiring

Statement: 09/22/2008

Signature: /s/ Israel A. Englander by David Nolan

pursuant to a Power of Attorney filed with the SEC on June 6, 2005

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Israel A. Englander