

AEGEAN MARINE PETROLEUM NETWORK INC.
Form SC 13G/A
February 17, 2009

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 2)*

Aegean Marine Petroleum Network Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

Y0017S102

(CUSIP Number)

December 31, 2008

(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).

CUSIP No. Y0017S102

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Edgar Filing: AEGEAN MARINE PETROLEUM NETWORK INC. - Form SC 13G/A

Leveret International Inc.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Liberia

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

15,088,031

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

15,088,031

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

15,088,031

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

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

35.22%

12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

CUSIP No. Y0017S102

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Dimitris Melisanidis

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a)
(b)

3. SEC USE ONLY

Edgar Filing: AEGEAN MARINE PETROLEUM NETWORK INC. - Form SC 13G/A

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Greece

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

30,000

6. SHARED VOTING POWER

15,088,031

7. SOLE DISPOSITIVE POWER

30,000

8. SHARED DISPOSITIVE POWER

15,088,031

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

15,118,031

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

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

35.29%

12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

CUSIP No. Y0017S102

Item 1(a). Name of Issuer:

Aegean Marine Petroleum Network Inc.

(b). Address of Issuer's Principal Executive Offices:

42 Hatzikyriakou Avenue
Piraeus, Athens J3 185 38
Greece

Item 2(a). Name of Person Filing:

Edgar Filing: AEGEAN MARINE PETROLEUM NETWORK INC. - Form SC 13G/A

Leveret International Inc.
Dimitris Melisanidis

Item 2(b). Address of Principal Business Office, or if None, Residence:

Leveret International Inc.	42 Hatzikyriakou Avenue, Piraeus, Athens J3 185 38, Greece
Dimitris Melisanidis	c/o Leveret International Inc., 42 Hatzikyriakou Avenue, Piraeus, Athens J3 185 38, Greece

Item 2(c). Citizenship or Place of Organization:

Leveret International Inc. - Liberia
Dimitris Melisanidis - Greece

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

Y0017S102

Item 3. If This Statement is filed pursuant to ss.240.13d-1(b) or 240.13d-2(b), or (c), check whether the person filing is a:

- (a) Broker or dealer registered under Section 15 of the Exchange Act (15 U.S.C. 78c).
- (b) Bank as defined in Section 3(a)(6) of the Exchange Act (15 U.S.C. 78c).
- (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act (15 U.S.C. 78c).
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with s.240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with s.240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C.1813);

Edgar Filing: AEGEAN MARINE PETROLEUM NETWORK INC. - Form SC 13G/A

- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) Group, in accordance with s.240.13d-1(b)(1)(ii)(J).

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

Leveret International Inc. - 15,088,031
Dimitris Melisanidis - 15,118,031

(b) Percent of class:

Leveret International Inc. - 35.22%
Dimitris Melisanidis - 35.29%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

Leveret International Inc. - 0
Dimitris Melisanidis - 30,000

(ii) Shared power to vote or to direct the vote:

Leveret International Inc. - 15,088,031
Dimitris Melisanidis - 15,088,031

(iii) Sole power to dispose or to direct the disposition of:

Leveret International Inc. - 0
Dimitris Melisanidis - 30,000

(iv) Shared power to dispose or to direct the disposition of:

Leveret International Inc. - 15,088,031
Dimitris Melisanidis - 15,088,031

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

N/A

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

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than five percent of the class, such person should be identified. A listing of the shareholders of an investment

Edgar Filing: AEGEAN MARINE PETROLEUM NETWORK INC. - Form SC 13G/A

company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

If a parent holding company or Control person has filed this schedule, pursuant to Rule 13d-1(b)(1)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company or control person has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identification of the relevant subsidiary.

N/A

Item 8. Identification and Classification of Members of the Group.

If a group has filed this schedule pursuant to s240.13d-1(b)(1)(ii)(J), so indicate under Item 3(j) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to s.240.13d-1(c) or s.240.13d-1(d), attach an exhibit stating the identity of each member of the group.

N/A

Item 9. Notice of Dissolution of Group.

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security reported on will be filed, if required, by members of the group, in their individual capacity. See Item 5.

N/A

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.

Leveret International Inc.**

By: /s/ Dimitris Melisanidis

Dimitris Melisanidis

By: /s/ Dimitris Melisanidis**

Dimitris Melisanidis

Edgar Filing: AEGEAN MARINE PETROLEUM NETWORK INC. - Form SC 13G/A

February 13, 2009

**The Reporting Persons disclaim beneficial ownership in the shares reported herein except to the extent of their pecuniary interest therein.

Exhibit A

AGREEMENT

The undersigned agree that this Schedule 13G dated February 13, 2009 relating to the Common Stock of Aegean Marine Petroleum Network Inc. shall be filed on behalf of the undersigned.

Leveret International Inc.**

By: /s/ Dimitris Melisanidis

Dimitris Melisanidis

By: /s/ Dimitris Melisanidis**

Dimitris Melisanidis

February 13, 2009

** The Reporting Persons disclaim beneficial ownership in the shares reported herein except to the extent of their pecuniary interest therein.

SK 23250 0002 964292