

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2009-01-26** | Period of Report: **2007-05-30**
SEC Accession No. **0001454258-09-000001**

([HTML Version](#) on [secdatabase.com](#))

ISSUER

Omaine, Inc.

CIK: **820600** | IRS No.: **202876380** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **9995** Non-operating establishments

Mailing Address
350 FIFTH AVENUE
SUITE 1103
NEW YORK NY 10118

Business Address
350 FIFTH AVENUE
SUITE 1103
NEW YORK NY 10118
212-563-4141

REPORTING OWNER

Al-Sada Mohammed Khalifa

CIK: **1454258**
Type: **3** | Act: **34** | File No.: **001-16419** | Film No.: **09544393**

Mailing Address
P.O. BOX 960
DOHA S3 0000000000

Business Address
974-443-3095

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

1. Name and Address of Reporting Person <u>Al-Sada Mohammed Khalifa</u> (Last) (First) (Middle) P.O. BOX 960 (Street) DOHA, S3 0000000000 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 05/30/2007	3. Issuer Name and Ticker or Trading Symbol <u>Omagine, Inc. [OMAG]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ___ Director ___ <input checked="" type="checkbox"/> 10% Owner ___ Officer (give title below) ___ Other (specify below)	5. If Amendment, Date Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check applicable line) ___ <input checked="" type="checkbox"/> Form Filed by One Reporting Person ___ Form Filed by More than One Reporting Person

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)
Common Stock ⁽¹⁾	5,249,092	D	

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 (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

- 1. The Reporting Person became a 10% beneficial owner of the Issuer's common stock on 05/30/2007.

Signatures

Mohammed K. Al-Sada by POA Frank J. Drohan

** Signature of Reporting Person

01/26/2009

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 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).

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.

Limited Power-of-Attorney

I, Mohammed Khalifa Al-Sada, whose address is Post Office Box 960, Doha, Qatar hereby grant to Omagine, Inc., a Delaware corporation ("Omagine") and to Omagine's President, Frank J. Drohan, this limited power-of-attorney to sign, on my behalf, any and all filings on Form ID, Form 3, Form 4 or Form 5 or amendments thereto (the "Filings") with the Securities and Exchange Commission (the "Commission").

This power-of-attorney is strictly limited to the abovementioned actions and Filings. This power of attorney shall remain in effect until revoked by me in writing to the Commission.

Signed this 3rd day of January 2009 at Doha, Qatar.

By: /s/ Mohammed Khalifa Al-Sada

Mohammed Khalifa Al-Sada

IN WITNESS WHEREOF, I have hereunto set my hand

/s/ Frank J. Drohan

Signature

Frank J. Drohan

Print Name

