OMB Approval
OMB Number: 3235-0145
Expires: February 28, 2009
Estimated average burden

hours per response....14.5

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

SCHEDULE 13G

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

Saga Communications, Inc.
(Name of Issuer)
Class A Common Stock, par value \$0.01 per share
(Title of Class of Securities)
786598102
(CUSIP Number)
December 31, 2006
(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) |X| 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).

(Continued on following pages)
Page 1 of 34 Pages

13G

CUSIP No. 786598102

	Noonday Asset Management, L.P.			
2	CHECK THE APPRO		BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** eporting persons making this filing hold an ate of 958,500 Class A Shares, which is 5.4% of ass of securities. The reporting person on this page, however, may be deemed a beneficial owner of the securities reported by it on this cover	
3	SEC USE ONLY			
4	CITIZENSHIP Delaware	OR PLACE	OF ORGANIZATION	
 N	IUMBER OF	5	SOLE VOTING POWER	
	SHARES DEFICIALLY DWNED BY	6	SHARED VOTING POWER 958,500	
	EACH REPORTING		SOLE DISPOSITIVE POWER -0-	
PERSON WITH		8	SHARED DISPOSITIVE POWER 958,500	
9	958,500		FICIALLY OWNED BY EACH REPORTING PERSON	
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES 10 CERTAIN SHARES (See Instructions) []			
11	PERCENT OF (ESENTED BY AMOUNT IN ROW (9)	
12	TYPE OF REPORTING PERSON (See Instructions)			

Page 2 of 34 Pages

	======================================		
	=========		
	· ========	=======	
1	NAMES OF REP I.R.S. IDENT		ERSONS N NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	Noonday G.P.	(U.S.),	L.L.C.
	CHECK THE AP	PROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions)
2	**	aggreg the cl cover	(a) []
3	SEC USE ONLY		
			OF ORGANIZATION
4	Delaware	011 1 2/102	
	========	=======	SOLE VOTING POWER
	NUMBER OF	5	-0-
	SHARES	_	SHARED VOTING POWER
	BENEFICIALLY OWNED BY	6	958,500
	EACH	_	SOLE DISPOSITIVE POWER
	REPORTING	7	-0-
	PERSON WITH -		SHARED DISPOSITIVE POWER
		8	958,500
	AGGREGATE AM	OUNT BENE	FICIALLY OWNED BY EACH REPORTING PERSON
9	958,500		
10	CHECK IF THE CERTAIN SHAR	AGGREGAT ES (See I	TE AMOUNT IN ROW (9) EXCLUDES [Instructions) []
			RESENTED BY AMOUNT IN ROW (9)
11	5.4%		
12	TYPE OF REPO	RTING PER	RSON (See Instructions)

00

CUSIP I	======= No. 786598102 ========				
1	NAMES OF REPO I.R.S. IDENTI	_	ERSONS I NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
	Noonday Capit				
2		The r aggreg the cl cover	BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** reporting persons making this filing hold an pate of 958,500 Class A Shares, which is 5.4% of ass of securities. The reporting person on this page, however, may be deemed a beneficial owner of the securities reported by it on this cover		
3	SEC USE ONLY				
4		R PLACE	OF ORGANIZATION		
	Delaware 	======			
	NUMBER OF	5	SOLE VOTING POWER -0-		
	SHARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 958,500		
	EACH REPORTING	7	SOLE DISPOSITIVE POWER		
	PERSON WITH	8	SHARED DISPOSITIVE POWER 958,500		
9	AGGREGATE AMO	UNT BENE	FICIALLY OWNED BY EACH REPORTING PERSON		
10	CHECK IF THE CERTAIN SHARE	AGGREGAT S (See I			
11	PERCENT OF CL 5.4%	ASS REPR	RESENTED BY AMOUNT IN ROW (9)		
			RSON (See Instructions)		
12	00				

	=======================================			
	No. 786598102 ======			
1		PORTING PERSONS TIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
_	I.N.S. IDENI	THORITON NOS. OF ABOVE PERSONS (ENTITLES ONET)		
	David I. Coh			
		PPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)		
		(a) []		
2	**	<pre>(b) [X]** The reporting persons making this filing hold an</pre>		
		aggregate of 958,500 Class A Shares, which is 5.4% of		
		the class of securities. The reporting person on this		
		cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover		
		page.		
3	SEC USE ONLY	:=======; ,		
3	SEC USE UNET			
		OR PLACE OF ORGANIZATION		
4	CITIZENSHIP	OR PLACE OF ORGANIZATION		
	United State	es		
		SOLE VOTING POWER		
		5		
	NUMBER OF	-0-		
	SHARES	SHARED VOTING POWER		
	BENEFICIALLY	6		
	OWNED BY	958,500		
	EACH	SOLE DISPOSITIVE POWER		
	REPORTING	7		
	PERSON WITH -			
		SHARED DISPOSITIVE POWER		
		8 958,500		
9	AGGKEGATE AM	NOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
-	958,500			
	 CHECK TE THE	======================================		
10		RES (See Instructions) []		
		:=====================================		
11				
	5.4% 			
	TYPE OF REPO	ORTING PERSON (See Instructions)		
12	TN			

	======== o. 786598102 =======				
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
	Saurabh K. Mittal				
2		The r aggreg the cl cover	BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** eporting persons making this filing hold an ate of 958,500 Class A Shares, which is 5.4% of ass of securities. The reporting person on this page, however, may be deemed a beneficial owner		
		only o page.	f the securities reported by it on this cover		
3	SEC USE ONLY	======			
4	CITIZENSHIP (OR PLACE	OF ORGANIZATION		
			SOLE VOTING POWER		
	NUMBER OF	5	-0-		
	SHARES BENEFICIALLY	6	SHARED VOTING POWER		
	OWNED BY		958,500		
	EACH	7	SOLE DISPOSITIVE POWER		
	REPORTING PERSON WITH -		- 0 - ==============================		
		8	SHARED DISPOSITIVE POWER		
		======	958,500 ===================================		
9	AGGREGATE AM	OUNT BENE	FICIALLY OWNED BY EACH REPORTING PERSON		
10	CHECK IF THE	AGGREGAT ES (See I			
11			ESENTED BY AMOUNT IN ROW (9)		
	5.4%				
12			SON (See Instructions)		
12	IN				

	======== lo. 786598102		
======	========		
1	NAMES OF REPOR		======================================
	Noonday Capita		
		OPRIATE The re aggrega the cla cover p	BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** porting persons making this filing hold an te of 958,500 Class A Shares, which is 5.4% of ss of securities. The reporting person on this age, however, is a beneficial owner only of urities reported by it on this cover page.
3	SEC USE ONLY		
4	CITIZENSHIP OR	PLACE 0	======================================
	Delaware 	======	
	NUMBER OF	5	SOLE VOTING POWER -0-
	SHARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 15,000
	EACH REPORTING	7	SOLE DISPOSITIVE POWER -0-
	PERSON WITH	8	SHARED DISPOSITIVE POWER 15,000
9	AGGREGATE AMOU	====== NT BENEF	ICIALLY OWNED BY EACH REPORTING PERSON
10	CHECK IF THE A		AMOUNT IN ROW (9) EXCLUDES structions) []
11	PERCENT OF CLA	SS REPRE	SENTED BY AMOUNT IN ROW (9)
12	TYPE OF REPORT	ING PERS	ON (See Instructions)

=====	=========		
	No. 786598102		
=====	=========		
1	NAMES OF REPO I.R.S. IDENTI		RSONS N NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	Farallon Capi		ners, L.P.
			BOX IF A MEMBER OF A GROUP (See Instructions) (a) []
	**	aggreg the cl cover	(b) [X]** reporting persons making this filing hold an gate of 958,500 Class A Shares, which is 5.4% of lass of securities. The reporting person on this page, however, is a beneficial owner only of ecurities reported by it on this cover page.
3	SEC USE ONLY	======	:======================================
4	CITIZENSHIP (R PLACE	OF ORGANIZATION
4	California		
		5	SOLE VOTING POWER
	NUMBER OF		-0-
	SHARES	6	SHARED VOTING POWER
	BENEFICIALLY OWNED BY		187,000
	EACH	7	SOLE DISPOSITIVE POWER
	REPORTING	•	-0-
	PERSON WITH		SHARED DISPOSITIVE POWER
		8	187,000
	AGGREGATE AMO	UNT BENE	FICIALLY OWNED BY EACH REPORTING PERSON
9	187,000	.=====	
10			TE AMOUNT IN ROW (9) EXCLUDES
	PERCENT OF CL	ASS REPR	:=====================================
11			, <i>,</i>
		RTING PER	======================================
12	DN		

CUSIP N	======= o. 786598102 ========		
1	NAMES OF REPO	RTING PE	
			citutional Partners, L.P.
			BOX IF A MEMBER OF A GROUP (See Instructions) (a) []
	**	aggreg the cl cover the se	(b) [X]** reporting persons making this filing hold an gate of 958,500 Class A Shares, which is 5.4% of lass of securities. The reporting person on this page, however, is a beneficial owner only of ecurities reported by it on this cover page.
3	SEC USE ONLY	======	
	CITIZENSHIP 0	====== R PLACE	OF ORGANIZATION
4	California		
		======	SOLE VOTING POWER
	NUMBER OF	5	-0-
	SHARES		SHARED VOTING POWER
	BENEFICIALLY OWNED BY	6	136,700
	EACH		SOLE DISPOSITIVE POWER
	REPORTING	7	-0-
	PERSON WITH		SHARED DISPOSITIVE POWER
		8	136,700
	AGGREGATE AMO	UNT BENE	EFICIALLY OWNED BY EACH REPORTING PERSON
9	136,700		
10		AGGREGAT	FE AMOUNT IN ROW (9) EXCLUDES Instructions) []
			======================================
11	0.8%		
			RSON (See Instructions)
12			

SIP No	786598102	
1		DRTING PERSONS IFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	•	ital Institutional Partners II, L.P.
		PROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions (a) [] (b) [X]** The reporting persons making this filing hold aggregate of 958,500 Class A Shares, which is 5.4% the class of securities. The reporting person on the cover page, however, is a beneficial owner only the securities reported by it on this cover page.
3	SEC USE ONLY	
4	CITIZENSHIP (DR PLACE OF ORGANIZATION
		00/5 /077/0 00/50
	NUMBER OF	SOLE VOTING POWER 5 -0-
E	SHARES BENEFICIALLY OWNED BY	SHARED VOTING POWER 6 18,200
	EACH REPORTING	SOLE DISPOSITIVE POWER 7 -0-
	PERSON WITH	SHARED DISPOSITIVE POWER 8 18,200
9	AGGREGATE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
10		AGGREGATE AMOUNT IN ROW (9) EXCLUDES ES (See Instructions) []
11	PERCENT OF CI	ASS REPRESENTED BY AMOUNT IN ROW (9)
12	TYPE OF REPOR	RTING PERSON (See Instructions)

CUSIP No	. 786598102		
======	=======		
1	NAMES OF REPO	ORTING PE	ERSONS N NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	Farallon Cap	ital Inst	titutional Partners III, L.P.
	CHECK THE API	====== PROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]**
	**	aggreq the cl cover the se	reporting persons making this filing hold an gate of 958,500 Class A Shares, which is 5.4% of lass of securities. The reporting person on this page, however, is a beneficial owner only of ecurities reported by it on this cover page.
3	SEC USE ONLY	======	
4	CITIZENSHIP (====== OR PLACE	OF ORGANIZATION
	Delaware		
		5	SOLE VOTING POWER
	NUMBER OF		-0-
ВІ	SHARES ENEFICIALLY OWNED BY	6	SHARED VOTING POWER 13,000
	EACH	 7	SOLE DISPOSITIVE POWER
ı	REPORTING PERSON WITH	•	-0-
'	ERSON WITH	8	SHARED DISPOSITIVE POWER
		o 	13,000
	AGGREGATE AM	OUNT BENE	EFICIALLY OWNED BY EACH REPORTING PERSON
9	13,000		
10	CHECK IF THE	AGGREGAT	FE AMOUNT IN ROW (9) EXCLUDES Instructions) []
11	PERCENT OF C	LASS REPF	RESENTED BY AMOUNT IN ROW (9)
			======================================
12	DN		

======			
	No. 786598102		
======			
		=======	
	NAMES OF REP	-	
1	I.R.S. IDENT	IFICATION	N NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	Tinicum Part	ners, L.F	>.
	CHECK THE AP	PROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions)
			(a) []
	**	Tho r	(b) [X]** reporting persons making this filing hold an
			gate of 958,500 Class A Shares, which is 5.4% of
		the cl	lass of securities. The reporting person on this
			page, however, is a beneficial owner only of
	========		ecurities reported by it on this cover page.
3	SEC USE ONLY		
	CITIZENSHIP	====== OR PLACE	OF ORGANIZATION
4			
	New York		
			SOLE VOTING POWER
		5	
	NUMBER OF		-0-
	SHARES		SHARED VOTING POWER
	BENEFICIALLY	6	
	OWNED BY		5,300
	EACH		SOLE DISPOSITIVE POWER
		7	
	REPORTING PERSON WITH -		-0-
	. ZROON WITH		SHARED DISPOSITIVE POWER
		8	5.000
	= = = = = = = =	=======	5,300
	AGGREGATE AM	OUNT BENE	FICIALLY OWNED BY EACH REPORTING PERSON
9	E 200		
	5,300 ========	=======	.======================================
	CHECK IF THE	AGGREGAT	TE AMOUNT IN ROW (9) EXCLUDES
10	CERTAIN SHAR	ES (See I	Instructions) []
	· =========	=======	.======================================
			RESENTED BY AMOUNT IN ROW (9)
11	0 0%		
	0.0% 	=======	.======================================
	TYPE OF REPO	RTING PER	RSON (See Instructions)
12	DN		
	P IVI		

======================================	2	
	:	
NAMES 0	F REPORTING PE	======================================
	•	hore Investors II, L.P.
		BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]**
	aggreg the cl cover the se	eporting persons making this filing hold an ate of 958,500 Class A Shares, which is 5.4% of ass of securities. The reporting person on this page, however, is a beneficial owner only of curities reported by it on this cover page.
3 SEC USE		=======================================
	ISHIP OR PLACE	======================================
	Islands ========	
NUMBER OF	5	SOLE VOTING POWER -0-
SHARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 166,400
EACH REPORTING	7	SOLE DISPOSITIVE POWER
PERSON WITH	8	SHARED DISPOSITIVE POWER 166,400
		FICIALLY OWNED BY EACH REPORTING PERSON
CHECK I	=========	E AMOUNT IN ROW (9) EXCLUDES nstructions) []
PERCENT 11 0.9%	OF CLASS REPR	======================================
		======================================

NAMES OF REPORTING PERSONS 1 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Farallon Capital Management, L.L.C. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** ** The reporting persons making this filing hold an aggregate of 958,500 Class A Shares, which is 5.4% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page. 3 SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION 4 Delaware SOLE VOTING POWER 5 NUMBER OF -0- SHARES SHARED VOTING POWER BENEFICIALLY 6 OWNED BY 416,900 EACH SOLE DISPOSITIVE POWER 7 REPORTING -0- PERSON WITH
1 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Farallon Capital Management, L.L.C. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []
1 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Farallon Capital Management, L.L.C. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [x] ** ** The reporting persons making this filing hold an aggregate of 958,500 Class A Shares, which is 5.4% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page. 3 SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION 4 Delaware SOLE VOTING POWER 5 NUMBER OF -0- SHARES SHARED VOTING POWER BENEFICIALLY OWNED BY 416,900 EACH SOLE DISPOSITIVE POWER 7 REPORTING -0-
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** ** The reporting persons making this filling hold an aggregate of 958,500 Class A Shares, which is 5.4% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page. 3 SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION 4 Delaware SOLE VOTING POWER 5 NUMBER OF -0- SHARES SHARES SHARED VOTING POWER BENEFICIALLY OWNED BY 416,900 EACH SOLE DISPOSITIVE POWER 7 REPORTING -0-
** The reporting persons making this filing hold an aggregate of 958,500 Class A Shares, which is 5.4% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page. 3 SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION 4 Delaware SOLE VOTING POWER 5 NUMBER OF -0- SHARES SHARES SHARED VOTING POWER BENEFICIALLY 6 OWNED BY 416,900 EACH 7 REPORTING 7 REPORTING ** The reporting persons making this filing hold an aggressor and specific persons making this filing hold an aggressor approved by 5.4% of the class of t
3 SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION 4 Delaware SOLE VOTING POWER 5 NUMBER OF O- SHARES SHARES SHARED VOTING POWER BENEFICIALLY 6 OWNED BY 416,900 EACH SOLE DISPOSITIVE POWER 7 REPORTING -0-
CITIZENSHIP OR PLACE OF ORGANIZATION 4 Delaware SOLE VOTING POWER 5 NUMBER OF -0- SHARES SHARES SHARED VOTING POWER BENEFICIALLY 6 OWNED BY 416,900 EACH SOLE DISPOSITIVE POWER 7 REPORTING -0-
Delaware SOLE VOTING POWER NUMBER OF SHARES SHARES SHARED VOTING POWER BENEFICIALLY 6 OWNED BY 416,900 EACH SOLE DISPOSITIVE POWER 7 REPORTING OUNCE TO THE TOWN TO THE TOWN TO THE TOWN TO THE TOWN TOWN TOWN TOWN TOWN TOWN TOWN TOWN
SOLE VOTING POWER 5 NUMBER OF -0
NUMBER OF
SHARES SHARED VOTING POWER BENEFICIALLY 6 OWNED BY 416,900
BENEFICIALLY 6 OWNED BY 416,900
OWNED BY 416,900
EACH SOLE DISPOSITIVE POWER 7 REPORTING -0-
REPORTING -0-
DEDCON WITH
SHARED DISPOSITIVE POWER
8 416,900
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
9 416,900
CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES 10 CERTAIN SHARES (See Instructions) []
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
11 2.3%
TYPE OF REPORTING PERSON (See Instructions)
12 IA, 00

	786598102				
=======	========				
	========	=======			
1	NAMES OF REPORTED IN THE NAME OF REPORTS		TING PERSONS ICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
	Farallon Partners, L.L.C.				
	CHECK THE API	PROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions)		
2	**	aggreg the cl cover only c page.	(a) []		
3	SEC USE ONLY				
	CITIZENSHIP (OF ORGANIZATION		
4	Delaware				
		======	SOLE VOTING POWER		
	WWDED OF	5			
	NUMBER OF		- 0 - · =============================		
BE	SHARES ENEFICIALLY OWNED BY	6	SHARED VOTING POWER 541,600		
	EACH		SOLE DISPOSITIVE POWER		
	REPORTING	7	-0-		
F	PERSON WITH -		SHARED DISPOSITIVE POWER		
		8	541,600		
	AGGREGATE AM	====== DUNT BENE	FICIALLY OWNED BY EACH REPORTING PERSON		
9	541,600				
10	CHECK IF THE CERTAIN SHAR	AGGREGAT ES (See I			
			RESENTED BY AMOUNT IN ROW (9)		
11	3.0%				
			:=====================================		
12	00				

CUSIP N	======= No. 786598102 =======		
1	NAMES OF REPO	-	RSONS NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	Chun R. Ding		
			BOX IF A MEMBER OF A GROUP (See Instructions)
2	**	aggregathe classicover	(a) []
3	SEC USE ONLY		
4	CITIZENSHIP O	R PLACE (OF ORGANIZATION
	NUMBER OF	5	SOLE VOTING POWER
	SHARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 958,500
	EACH		SOLE DISPOSITIVE POWER
	REPORTING	7	-0-
	PERSON WITH	8	SHARED DISPOSITIVE POWER 958,500
	AGGREGATE AMO	====== UNT BENE	FICIALLY OWNED BY EACH REPORTING PERSON
9	958,500		=======================================
10	CHECK IF THE A	AGGREGATI S (See I	E AMOUNT IN ROW (9) EXCLUDES nstructions) []
11	PERCENT OF CLA	ASS REPRI	ESENTED BY AMOUNT IN ROW (9)
12	TYPE OF REPOR	TING PER	SON (See Instructions)

	======= No. 786598102		100	
======	=======			
1	NAMES OF REPO		ERSONS NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
		William F. Duhamel		
			BOX IF A MEMBER OF A GROUP (See Instructions)	
2	**	aggreg the cl cover only c page.	(a) []	
3	SEC USE ONLY			
4	CITIZENSHIP (OF ORGANIZATION	
	United States			
	NUMBER OF	5	SOLE VOTING POWER -0-	
	SHARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 958,500	
	EACH REPORTING	7	SOLE DISPOSITIVE POWER	
	PERSON WITH		=================================	
		8	SHARED DISPOSITIVE POWER 958,500	
9	AGGREGATE AMC	UNT BENE	FICIALLY OWNED BY EACH REPORTING PERSON	
	958,500 			
10	CERTAIN SHARE	S (See I	TE AMOUNT IN ROW (9) EXCLUDES Instructions) []	
11			RESENTED BY AMOUNT IN ROW (9)	
			:=====================================	
12	IN			

CUSIP N	======== No. 786598102 ========					
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	Richard B. Fr	ied				
			BOX IF A MEMBER OF A GROUP (See Instructions)			
2	**	The r aggreg the cl cover	(a) [] (b) [X]** reporting persons making this filing hold an late of 958,500 Class A Shares, which is 5.4% of ass of securities. The reporting person on this page, however, may be deemed a beneficial owner of the securities reported by it on this cover			
3	SEC USE ONLY					
			OF ORGANIZATION			
4	United States	;				
		======	SOLE VOTING POWER			
	NUMBER OF	5				
	NUMBER OF		- 0 - ==============================			
	SHARES BENEFICIALLY	6	SHARED VOTING POWER			
	OWNED BY		958, 500			
	EACH	_	SOLE DISPOSITIVE POWER			
	REPORTING	7	-0-			
	PERSON WITH		====================================			
		8	958,500			
	AGGREGATE AMC	UNT BENE	FICIALLY OWNED BY EACH REPORTING PERSON			
9	958,500					
10	CHECK IF THE CERTAIN SHARE	AGGREGAT S (See I				
		:=====================================				
11	5.4%	.=======				
40			SON (See Instructions)			
12	IN	` <i>'</i>				

	======= No. 786598102 ========		
1		FICATION	RSONS NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	Monica R. Lan =========	ary ======	
2	**	The raggreg the cl cover only opage.	BOX IF A MEMBER OF A GROUP (See Instructions) (a) [(b) [X]** eporting persons making this filing hold an ate of 958,500 Class A Shares, which is 5.4% of ass of securities. The reporting person on this page, however, may be deemed a beneficial owner f the securities reported by it on this cover
3	SEC USE ONLY		
4	CITIZENSHIP 0	R PLACE	OF ORGANIZATION
	United States		
	NUMBER OF	5 	SOLE VOTING POWER
	SHARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 958,500
	EACH REPORTING	7	SOLE DISPOSITIVE POWER
	PERSON WITH		SHARED DISPOSITIVE POWER 958,500
9	958,500		FICIALLY OWNED BY EACH REPORTING PERSON
10	CHECK IF THE CERTAIN SHARE	AGGREGAT S (See I	E AMOUNT IN ROW (9) EXCLUDES
11	PERCENT OF CL 5.4%	ASS REPR	ESENTED BY AMOUNT IN ROW (9)
12			SON (See Instructions)
12	IN		

IN

	======= No. 786598102		100	
=====	========			
1	NAMES OF REPO		ERSONS N NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
		William F. Mellin		
			BOX IF A MEMBER OF A GROUP (See Instructions) (a) []	
2	**	aggreg the cl cover only c page.	(b) [X]** reporting persons making this filing hold an gate of 958,500 Class A Shares, which is 5.4% of lass of securities. The reporting person on this page, however, may be deemed a beneficial owner of the securities reported by it on this cover	
3	SEC USE ONLY			
	CITIZENSHIP (R PLACE	OF ORGANIZATION	
4	United States			
	==========		SOLE VOTING POWER	
	NUMBER OF	5	-0-	
	SHARES BENEFICIALLY	6	SHARED VOTING POWER	
	OWNED BY		958,500	
	EACH	7	SOLE DISPOSITIVE POWER	
	REPORTING PERSON WITH	, 	-0-	
	. L.NOON WITT	8	SHARED DISPOSITIVE POWER	
	=========	======	958,500 	
9	AGGREGATE AMO	OUNT BENE	EFICIALLY OWNED BY EACH REPORTING PERSON	
	958,500 			
10	CERTAIN SHARE	ES (See I	re AMOUNT IN ROW (9) EXCLUDES [nstructions) []	
			RESENTED BY AMOUNT IN ROW (9)	
11	5.4%			
10			RSON (See Instructions)	
12	IN			

CUSIP N	.=====================================			
1		NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
	Stephen L. M			
2	CHECK THE APF	The r aggreg the cl cover	BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** eporting persons making this filing hold an ate of 958,500 Class A Shares, which is 5.4% of ass of securities. The reporting person on this page, however, may be deemed a beneficial owner f the securities reported by it on this cover	
3	SEC USE ONLY			
4			OF ORGANIZATION	
	United States			
	NUMBER OF	5	SOLE VOTING POWER	
	SHARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 958,500	
	EACH REPORTING	7	SOLE DISPOSITIVE POWER -0-	
	PERSON WITH	8	SHARED DISPOSITIVE POWER 958,500	
9	958,500		FICIALLY OWNED BY EACH REPORTING PERSON	
10	CHECK IF THE CERTAIN SHARE	AGGREGAT ES (See I	E AMOUNT IN ROW (9) EXCLUDES	
11	PERCENT OF CI	ASS REPR	ESENTED BY AMOUNT IN ROW (9)	
10			======================================	
12	IN			

	======================================		
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
	Jason E. Mome		
2			BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]**
	**	aggreg the cl cover only o page.	eporting persons making this filing hold an ate of 958,500 Class A Shares, which is 5.4% of ass of securities. The reporting person on this page, however, may be deemed a beneficial owner f the securities reported by it on this cover
3	SEC USE ONLY		
	CITIZENSHIP (OF ORGANIZATION
4	United States		
			SOLE VOTING POWER
	NUMBER OF	5	-0-
	SHARES		SHARED VOTING POWER
	BENEFICIALLY OWNED BY	6	958,500
	EACH		SOLE DISPOSITIVE POWER
	REPORTING	7	- 0 -
	PERSON WITH		SHARED DISPOSITIVE POWER
		8	958,500
9	AGGREGATE AMO	OUNT BENE	FICIALLY OWNED BY EACH REPORTING PERSON
9	958,500		
10	CHECK IF THE CERTAIN SHARE	AGGREGAT ES (See I	E AMOUNT IN ROW (9) EXCLUDES nstructions) []
			ESENTED BY AMOUNT IN ROW (9)
11	5.4%		
10			======================================
12	IN		=======================================

======== CUSIP No. 7			
	======		
	=======	======	
1	NAMES OF REPOR I.R.S. IDENTIF	-	RSONS NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	Rajiv A. Patel		
			BOX IF A MEMBER OF A GROUP (See Instructions)
2	**	aggrega the cla cover p	(a) [] (b) [X]** eporting persons making this filing hold an acte of 958,500 Class A Shares, which is 5.4% of actions of securities. The reporting person on this bage, however, may be deemed a beneficial owner the securities reported by it on this cover
3	SEC USE ONLY	======	
4			PF ORGANIZATION
		======	COLE MOTING POWER
NU	MBER OF	5	SOLE VOTING POWER -0-
BENE	HARES FICIALLY NED BY	6	SHARED VOTING POWER 958,500
	EACH		SOLE DISPOSITIVE POWER
	PORTING	7	-0-
PER	SON WITH	8	SHARED DISPOSITIVE POWER
			958,500
	AGGREGATE AMOU	NT BENEF	TCIALLY OWNED BY EACH REPORTING PERSON
9	958,500		
10	CHECK IF THE A CERTAIN SHARES	GGREGATE (See In	
			ESENTED BY AMOUNT IN ROW (9)
11	5.4%	======	
12			CON (See Instructions)
12	IN		.======================================

	======== 0. 786598102 ========		
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
	Derek C. Schr		
2			BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]**
-	**	aggregathe classification cover only or page.	eporting persons making this filing hold an ate of 958,500 Class A Shares, which is 5.4% of ass of securities. The reporting person on this page, however, may be deemed a beneficial owner f the securities reported by it on this cover
3	SEC USE ONLY		=======================================
	CITIZENSHIP C		======================================
4	United States		
			SOLE VOTING POWER
	NUMBER OF	5	-0-
	SHARES		====================================
	BENEFICIALLY OWNED BY	6	958,500
	EACH	7	SOLE DISPOSITIVE POWER
	REPORTING PERSON WITH	,	-0- =================================
	PERSON WITH		SHARED DISPOSITIVE POWER
			958,500
9	AGGREGATE AMO	OUNT BENE	FICIALLY OWNED BY EACH REPORTING PERSON
	958,500		
10			
			======================================
11	5.4%		
12			SON (See Instructions)
12	IN 		=======================================

IN

IN

This Amendment No. 1 to Schedule 13G amends and restates in its entirety the Schedule 13G initially filed on July 5, 2006 (collectively, with all amendments thereto, the "Schedule 13G").

Preliminary Note: this Schedule 13G reports that effective on January 1, 2007 Douglas M. MacMahon became a managing member of Farallon Capital Management, L.L.C. and Farallon Partners, L.L.C., two of the Reporting Persons listed below, and as such may be deemed to be a beneficial owner of the securities beneficially owned by such entities as of such date.

Item 1. Issuer

(a) Name of Issuer:

Saga Communications, Inc. (the "Company")

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

73 Kercheval Avenue, Grosse Pointe Farms, Michigan 48236

Item 2. Identity And Background

Title Of Class Of Securities And CUSIP Number (Item 2(d) and (e))

This statement relates to shares of Class A Common Stock, par value \$0.01 per share (the "Class A Shares"), of the Company. The CUSIP number of the Class A Shares is 786598102.

Name Of Persons Filing, Address Of Principal Business Office And
Citizenship (Item 2(a), (b) and (c))

This statement is filed by the entities and persons listed below, all of whom together are referred to herein as the "Reporting Persons."

The Noonday Sub-adviser Entities

- (i) Noonday G.P. (U.S.), L.L.C., a Delaware limited liability company which is a sub-investment adviser to each of the Funds and the Managed Accounts (the "First Noonday Sub-adviser"), with respect to all of the Class A Shares held by the Noonday Fund, the Farallon Funds and the Managed Accounts;
- (ii) Noonday Asset Management, L.P., a Delaware limited partnership which is a sub-investment adviser to each of the Funds and the Managed Accounts (the "Second Noonday Sub-adviser"), with respect to all of the Class A Shares held by the Noonday Fund, the Farallon Funds and the Managed Accounts; and

(iii) Noonday Capital, L.L.C., a Delaware limited liability company which is the general partner of the Second Noonday Sub-adviser (the "Noonday General Partner"), with respect to all of the Class A Shares held by the Noonday Fund, the Farallon Funds and the Managed Accounts.

The First Noonday Sub-adviser, the Second Noonday Sub-adviser and the Noonday General Partner are together referred to herein as the "Noonday Sub-adviser Entities."

The Noonday Managing Members

(iv) David I. Cohen ("Cohen") and Saurabh K. Mittal ("Mittal"), the managing members of both the First Noonday Sub-adviser and the Noonday General Partner, with respect to all of the Class A Shares held by the Noonday Fund, the Farallon Funds and the Managed Accounts.

Cohen and Mittal are referred to herein as the "Noonday Individual Reporting Persons."

The Noonday Fund

(v) Noonday Capital Partners, L.L.C., a Delaware limited liability company (the "Noonday Fund"), with respect to the Class A Shares held by it.

The Farallon Funds

- (vi) Farallon Capital Partners, L.P., a California limited partnership ("FCP"), with respect to the Class A Shares held by it;

- (ix) Farallon Capital Institutional Partners III, L.P., a
 Delaware limited partnership ("FCIP III"), with
 respect to the Class A Shares held by it;
- (x) Tinicum Partners, L.P., a New York limited partnership ("Tinicum"), with respect to the Class A Shares held by it; and

FCP, FCIP, FCIP II, FCIP III, Tinicum and FCOI II are together referred to herein as the "Farallon Funds." The Noonday Fund and the Farallon Funds are together referred to herein as the "Funds."

The Management Company

(xii) Farallon Capital Management, L.L.C., a Delaware limited liability company (the "Management Company"), with respect to the Class A Shares held by certain accounts managed by the Management Company (the "Managed Accounts").

The Farallon General Partner

(xiii) Farallon Partners, L.L.C., a Delaware limited liability company which is the general partner of each of the Farallon Funds and the managing member of the Noonday Fund (the "Farallon General Partner"), with respect to the Class A Shares held by each of the Funds.

The Farallon Managing Members

(xiv) The following persons who are managing members of
both the Farallon General Partner and the Management
Company, with respect to the Class A Shares held by
the Funds and the Managed Accounts: Chun R. Ding
("Ding"), William F. Duhamel ("Duhamel"), Richard B.
Fried ("Fried"), Monica R. Landry ("Landry"), Douglas
M. MacMahon ("MacMahon"), William F. Mellin
("Mellin"), Stephen L. Millham ("Millham"), Jason E.
Moment ("Moment"), Rajiv A. Patel ("Patel"), Derek C.
Schrier ("Schrier"), Thomas F. Steyer ("Steyer") and
Mark C. Wehrly ("Wehrly").

Ding, Duhamel, Fried, Landry, MacMahon, Mellin, Millham, Moment, Patel, Schrier, Steyer and Wehrly are together referred to herein as the "Farallon Individual Reporting Persons." The Farallon Individual Reporting Persons and the Noonday Individual Reporting Persons are together referred to herein as the "Individual Reporting Persons."

The citizenship of each of the Noonday Sub-adviser Entities, Funds, the Management Company and the Farallon General Partner is set forth above. Each of the Individual Reporting Persons other than Mittal is a citizen of the United States. Mittal is a citizen of India. The address of the principal business office of each of the Noonday Sub-adviser Entities and the Noonday Individual Reporting Persons is c/o Noonday Asset Management, L.P., 227 West Trade Street, Suite 2140, Charlotte, North Carolina 28202. The address of the principal business office of each of the Reporting Persons other than the Noonday Sub-adviser Entities, the Noonday Individual Reporting Persons is c/o Farallon Capital Management, L.L.C., One Maritime Plaza, Suite 1325, San Francisco, California 94111.

Item 3. If This Statement Is Filed Pursuant To Sections 240.13d-1(b) or 240.13d-2(b) or (c), Check Whether The Person Filing Is An Entity Specified In (a) - (j):

Not Applicable.

Ιf	This	Statement	Is	Filed	Pursuant	To	Section	240.13d	-1(c),	Check	This
	. [X]									
	-										

Item 4. Ownership

The information required by Items 4(a) - (c) and set forth in Rows 5 through 11 of the cover page for each Reporting Person hereto is incorporated herein by reference for each such Reporting Person.

The Class A Shares reported hereby for the Funds are owned directly by the Funds and those reported by the Management Company on behalf of the Managed Accounts are owned directly by the Managed Accounts. The First Noonday Sub-adviser and the Second Noonday Sub-adviser, as sub-investment advisers to the Funds and Managed Accounts, may be deemed to be the beneficial owner of all such Class A Shares owned by the Noonday Fund, the Farallon Funds and the Managed Accounts. The Noonday General Partner, as general partner to the Second Noonday Sub-adviser, may be deemed to be the beneficial owner of all such Class A Shares owned by the Noonday Fund, the Farallon Funds and the Managed Accounts. The Noonday Individual Reporting Persons, as managing members of both the First Noonday Sub-adviser and the Noonday General Partner, may each be deemed to be the beneficial owner of all such Class A Shares owned by the Noonday Fund, the Farallon Funds and the Managed Accounts. The Management Company, as investment adviser to the Managed Accounts, may be deemed to be the beneficial owner of all such Class A Shares owned by the Managed Accounts. The Farallon General Partner, as general partner to the Farallon Funds and managing member of the Noonday Fund, may be deemed to be the beneficial owner of all such Class A Shares owned by the Funds. The Farallon Individual Reporting Persons, as managing members of both the Farallon General Partner and the Management Company with the power to exercise investment discretion, may each be deemed to be the beneficial owner of all such Class A Shares owned by the Funds and the Managed Accounts. Each of the Noonday Sub-adviser Entities, the Management Company, the Farallon General Partner, and the Individual Reporting Persons hereby disclaims any beneficial ownership of any such Class A Shares.

Item 5. Ownership Of Five Percent Or Less Of A Class

Not Applicable.

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

The Reporting Persons are filing this Schedule 13G pursuant to Section 240.13d-1(c). Consistent with Item 2 of the cover page for each Reporting Person above, the Reporting Persons neither disclaim nor affirm the existence of a group among them.

Item 9. Notice Of Dissolution Of Group

Not Applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: January 17, 2007

/s/ Monica R. Landry -----NOONDAY CAPITAL, L.L.C., On its own behalf and as the General Partner of NOONDAY ASSET MANAGEMENT, L.P. By Monica R. Landry, Attorney-in-fact /s/ Monica R. Landry NOONDAY G.P. (U.S.), L.L.C. By Monica R. Landry, Attorney-in-fact /s/ Monica R. Landry FARALLON PARTNERS, L.L.C., On its own behalf, as the General Partner of FARALLON CAPITAL PARTNERS, L.P., FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P., FARALLON CAPITAL INSTITUTIONAL PARTNERS II, L.P., FARALLON CAPITAL INSTITUTIONAL PARTNERS III, L.P., TINICUM PARTNERS, L.P. and FARALLON CAPITAL OFFSHORE INVESTORS II, L.P. and as the Managing Member of NOONDAY CAPITAL PARTNERS, L.L.C. By Monica R. Landry, Managing Member

/s/ Monica R. Landry

FARALLON CAPITAL MANAGEMENT, L.L.C.

By Monica R. Landry, Managing Member

/s/ Monica R. Landry

Monica R. Landry, individually and as attorney-in-fact for each of David I. Cohen, Chun R. Ding, William F. Duhamel, Richard B. Fried, Douglas M. MacMahon, William F. Mellin, Stephen L. Millham, Saurabh K. Mittal, Jason E. Moment, Rajiv A. Patel, Derek C. Schrier, Thomas F. Steyer and Mark C. Wehrly

The Powers of Attorney executed by Duhamel, Fried, Mellin, Millham, Steyer and Wehrly authorizing Landry to sign and file this Schedule 13G on each person's behalf, which were filed with Amendment No. 2 to the Schedule 13D filed with the Securities and Exchange Commission on July 16, 2003, by such Reporting Persons with respect to the Common Stock of New World Restaurant Group, Inc., are hereby incorporated by reference. The Powers of Attorney executed by Ding and Schrier authorizing Landry to sign and file this Schedule 13G on each person's behalf, which were filed with Amendment No. 1 to the Schedule 13D filed with the Securities and Exchange Commission on July 2, 2003, by such Reporting Persons with respect to the Common Stock of Salix Pharmaceuticals, Ltd., are hereby incorporated by reference. The Power of Attorney executed by Patel authorizing Landry to sign and file this Schedule 13G on his behalf, which was filed with Amendment No. 4 to the Schedule 13G filed with the Securities and Exchange Commission on January 8, 2004, by such Reporting Person with respect to the Common Stock of Catalytica Energy Systems, Inc., is hereby incorporated by reference. The Powers of Attorney executed by Noonday G.P. (U.S.), L.L.C., Noonday Asset Management, L.P., Noonday Capital, L.L.C. and Cohen authorizing Landry to sign and file this Schedule 13G on its or his behalf, which were filed with Amendment No. 5 to the Schedule 13G filed with the Securities and Exchange Commission on January 10, 2005, by such Reporting Persons with respect to the Common Stock of Catalytica Energy Systems, Inc., are hereby incorporated by reference. The Power of Attorney executed by Mittal authorizing Landry to sign and file this Schedule 13G on his behalf, which was filed with Amendment No. 6 to the Schedule 13G filed with the Securities and Exchange Commission on October 5, 2005, by such Reporting Person with respect to the Common Stock of Catalytica Energy Systems, Inc., is hereby incorporated by reference. The Power of Attorney executed by Moment authorizing Landry to sign and file this Schedule 13G on his behalf, which was filed with the Schedule 13D filed with the Securities and Exchange Commission on January 9, 2006, by such Reporting Person with respect to the Common Stock of Vintage Petroleum, Inc., is hereby incorporated by reference. The Power of Attorney executed by MacMahon authorizing Landry to sign and file this Schedule 13G on his behalf, which was filed with the Schedule 13D filed with the Securities and Exchange Commission on January 5, 2007, by such Reporting Person with respect to the Class A Common Stock of Univision Communications Inc., is hereby incorporated by reference.