

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Mackie Douglas B</u> (Last) (First) (Middle) GREAT LAKES DREDGE & DOCK CORPORATION 2122 YORK ROAD (Street) OAK BROOK IL 60523 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 12/26/2006	3. Issuer Name and Ticker or Trading Symbol <u>Great Lakes Dredge & Dock Holdings Corp. [GLDD]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President and CEO</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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, par value \$0.0001	18,680	I	Common Stock held by Christopher T. Mackie 1998 Trust ⁽¹⁾
Common Stock, par value \$0.0001	18,680	I	Common Stock held by Kathleen J. Mackie 1998 Trust ⁽¹⁾
Common Stock, par value \$0.0001	18,680	I	Common Stock held by Natalie A. Mackie 1998 Trust ⁽¹⁾
Common Stock, par value \$0.0001	24,028	I	Common Stock held by Madeline C. Mackie 1998 Trust ⁽¹⁾
Common Stock, par value \$0.0001	24,028	I	Common Stock held by Philip D. Mackie 1998 Trust ⁽¹⁾
Common Stock, par value \$0.0001	395,262	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: 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			
Warrants to purchase Common Stock, par value \$0.0001	12/21/2006	02/17/2009	Common Stock, par value \$0.0001	6,000	5	I	By wife

Explanation of Responses:

1. Each of the beneficiaries of such trusts are Mr. Mackie's children. Mr. Mackie disclaims beneficial ownership of such shares.

/s/ Douglas B. Mackie 12/26/2006

** 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.

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