

Edgar Filing: NEW CENTURY FINANCIAL CORP - Form SC 13D/A

NEW CENTURY FINANCIAL CORP  
Form SC 13D/A  
February 16, 2007

OMB Number 3235-0145

United States  
Securities and Exchange Commission  
Washington DC 20549

Schedule 13D/A Amendment No. 2  
Under the Securities and Exchange Act of 1934

New Century Financial Corporation  
Name of Issuer

common stock  
Title of Class of Securities

CUSIP Number 6435EV108

Howard Amster, 23811 Chagrin Blvd., Suite 200  
Beachwood, Ohio 44122-5525, 216 595-1047  
(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications)

February 13, 2007  
(Date of Event which Requires Filing of this Statement)

If this filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of 240.13d-1(e) (f) or (g), check the following box / /.

Note: Scheduled filed in paper format shall include a signed original and five copies of the schedule including all exhibits. See 240.13D-7 for other parties to who copies are to be sent.

\*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 to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on 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).

1	Name of Reporting Person	Howard Amster
2	If a member group	a) / /
b)	/X/	
3	SEC Use only	
4	Source of Funds	PF
5	Check if Disclosure	
6	Citizenship	U.S.A.

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Number of Shares	7	Sole Voting	2,069,271
Beneficially			
Owned By Each	8	Shared Voting	885,960
Reporting Person			
With	9	Sole Dispositive	2,069,271
	10	Shared Dispositive	885,960
11	Aggregate Amount Beneficially owned		2,205,602
12	Check if Aggregate Amount (11) Excludes Certain Shares		
13	Percent of Class Represented by amount in row (11)		3.98 %
14	Type of Reporting Person		IN

1	Name of Reporting Person		Howard M Amster 2005 Charitable Remainder Unitrust
2	If a member group	a)	/ /
b)	/X/		
3	SEC Use only		
4	Source of Funds	AF	
5	Check if Disclosure		
6	Citizenship		U.S.A.
Number of Shares	7	Sole Voting	
Beneficially			
Owned By Each	8	Shared Voting	131,394
Reporting Person			
With	9	Sole Dispositive	
	10	Shared Dispositive	131,394
11	Aggregate Amount Beneficially owned		131,394
12	Check if Aggregate Amount (11) Excludes Certain Shares		
13	Percent of Class Represented by amount in row (11)		0.24 %
14	Type of Reporting Person		00

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1	Name of Reporting Person	Amster Limited Partnership		
2	If a member group	a)	/	/
b)	/X/			
3	SEC Use only			
4	Source of Funds	WC		
5	Check if Disclosure			
6	Citizenship	USA		
	Number of Shares	7	Sole Voting	
	Beneficially			
	Owned By Each	8	Shared Voting	3,900
	Reporting Person			
	With	9	Sole Dispositive	
		10	Shared Dispositive	3,900
11	Aggregate Amount Beneficially owned			3,900
12	Check if Aggregate Amount (11) Excludes Certain Shares			
13	Percent of Class Represented by amount in row (11)		0.01	%
14	Type of Reporting Person	PN		

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1	Name of Reporting Person	Amster Trading Company	
2	If a member group	a)	/ /
b)	/X/		
3	SEC Use only		
4	Source of Funds	WC	
5	Check if Disclosure		
6	Citizenship	USA	
	Number of Shares	7	Sole Voting
	Beneficially		
	Owned By Each	8	Shared Voting
	Reporting Person		615,560
	With	9	Sole Dispositive
		10	Shared Dispositive
			615,560
11	Aggregate Amount Beneficially owned		0
12	Check if Aggregate Amount (11) Excludes Certain Shares		
13	Percent of Class Represented by amount in row (11)		0 %
14	Type of Reporting Person		CO

1	Name of Reporting Person	Amster Trading Company Charitable Remainder Unitrusts	
2	If a member group	a)	/ /
b)	/X/		
3	SEC Use only		
4	Source of Funds	AF	
5	Check if Disclosure		
6	Citizenship		

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Number of Shares	7	Sole Voting	
Beneficially			
Owned By Each	8	Shared Voting	615,560
Reporting Person			
With	9	Sole Dispositive	
	10	Shared Dispositive	615,560
11	Aggregate Amount Beneficially owned		615,560
12	Check if Aggregate Amount (11) Excludes Certain Shares		
13	Percent of Class Represented by amount in row (11)		1.11 %
14	Type of Reporting Person		00

1	Name of Reporting Person	Samuel J Heller
2	If a member group	a) / /
b)	/X/	
3	SEC Use only	
4	Source of Funds	PF
5	Check if Disclosure	
6	Citizenship	U.S.A.

Number of Shares	7	Sole Voting	
Beneficially			
Owned By Each	8	Shared Voting	2,675
Reporting Person			
With	9	Sole Dispositive	
	10	Shared Dispositive	2,675
11	Aggregate Amount Beneficially owned		2,675
12	Check if Aggregate Amount (11) Excludes Certain Shares		
13	Percent of Class Represented by amount in row (11)		0.00 %
14	Type of Reporting Person		IN

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1	Name of Reporting Person	Samuel J Heller Irrevocable Trust		
2	If a member group	a)	/	/
b)	/X/			
3	SEC Use only			
4	Source of Funds	00		
5	Check if Disclosure			
6	Citizenship	U.S.A.		
	Number of Shares	7	Sole Voting	
	Beneficially			
	Owned By Each	8	Shared Voting	2,675
	Reporting Person			
	With	9	Sole Dispositive	
		10	Shared Dispositive	2,675
11	Aggregate Amount Beneficially owned	2,675		
12	Check if Aggregate Amount (11) Excludes Certain Shares			
13	Percent of Class Represented by amount in row (11)	0.00	%	
14	Type of Reporting Person	00		

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1 Name of Reporting Person Ramat Securities Ltd.

2 If a member group a) / /  
b) /X/

3 SEC Use only

4 Source of Funds WC

5 Check if Disclosure

6 Citizenship U.S.A.

Number of Shares 7 Sole Voting  
Beneficially  
Owned By Each 8 Shared Voting 132,431  
Reporting Person  
With 9 Sole Dispositive  
10 Shared Dispositive 132,431

11 Aggregate Amount Beneficially owned 132,431

12 Check if Aggregate Amount (11) Excludes Certain Shares

13 Percent of Class Represented by amount in row (11) 0.24 %

14 Type of Reporting Person BD

1 Name of Reporting Person Tova Financial, Inc.

2 If a member group a) / /  
b) /X/

3 SEC Use only

4 Source of Funds WC

5 Check if Disclosure

6 Citizenship USA

Number of Shares 7 Sole Voting  
Beneficially  
Owned By Each 8 Shared Voting 8,900

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Reporting Person			
With	9	Sole Dispositive	
	10	Shared Dispositive	8,900
11	Aggregate Amount Beneficially owned		3,100
12	Check if Aggregate Amount (11) Excludes Certain Shares		
13	Percent of Class Represented by amount in row (11)		0.01 %
14	Type of Reporting Person		CO

1	Name of Reporting Person	Tova Financial, Inc. Charitable Remainder Unitrust	
2	If a member group	a)	/ /
b)	/X/		
3	SEC Use only		
4	Source of Funds		AF
5	Check if Disclosure		
6	Citizenship		
	Number of Shares	7	Sole Voting
	Beneficially		
	Owned By Each	8	Shared Voting 5,800
	Reporting Person		
	With	9	Sole Dispositive
		10	Shared Dispositive 5,800
11	Aggregate Amount Beneficially owned		5,800
12	Check if Aggregate Amount (11) Excludes Certain Shares		
13	Percent of Class Represented by amount in row (11)		0.01 %
14	Type of Reporting Person		OO



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1	Name of Reporting Person		ZAK Group LLC
2	If a member group	a)	/ /
b)	/X/		
3	SEC Use only		
4	Source of Funds	WC	
5	Check if Disclosure		
6	Citizenship	U.S.A.	
	Number of Shares	7	Sole Voting
	Beneficially		
	Owned By Each	8	Shared Voting 2,100
	Reporting Person		
	With	9	Sole Dispositive
		10	Shared Dispositive 2,100
11	Aggregate Amount Beneficially owned		2,100
12	Check if Aggregate Amount (11) Excludes Certain Shares		
13	Percent of Class Represented by amount in row (11)		0.00 %
14	Type of Reporting Person		00

1	Name of Reporting Person	David Zlatin
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2 If a member group a) / /  
 b) /X/

3 SEC Use only

4 Source of Funds PF

5 Check if Disclosure

6 Citizenship U.S.A.

Number of Shares	7	Sole Voting	1,551
Beneficially			
Owned By Each	8	Shared Voting	143,531
Reporting Person			
With	9	Sole Dispositive	1,551
	10	Shared Dispositive	143,531

11 Aggregate Amount Beneficially owned 139,282

12 Check if Aggregate Amount (11) Excludes Certain Shares

13 Percent of Class Represented by amount in row (11) 0.25 %

14 Type of Reporting Person IN

1 Name of Reporting Person David Zlatin and Gilda Zlatin JTWROS

2 If a member group a) / /  
 b) /X/

3 SEC Use only

4 Source of Funds PF

5 Check if Disclosure

6 Citizenship U.S.A.

Number of Shares	7	Sole Voting	
Beneficially			
Owned By Each	8	Shared Voting	100

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Reporting Person			
With	9	Sole Dispositive	
	10	Shared Dispositive	100
11	Aggregate Amount Beneficially owned		100
12	Check if Aggregate Amount (11) Excludes Certain Shares		
13	Percent of Class Represented by amount in row (11)		0.00 %
14	Type of Reporting Person		IN

1	Name of Reporting Person	Gilda Zlatin	
2	If a member group	a)	/ /
b)	/X/		
3	SEC Use only		
4	Source of Funds	PF	
5	Check if Disclosure		
6	Citizenship	U.S.A.	
Number of Shares	7	Sole Voting	374
Beneficially			
Owned By Each	8	Shared Voting	9,000
Reporting Person			
With	9	Sole Dispositive	374
	10	Shared Dispositive	9,000
11	Aggregate Amount Beneficially owned		3,574
12	Check if Aggregate Amount (11) Excludes Certain Shares		
13	Percent of Class Represented by amount in row (11)		0.01 %
14	Type of Reporting Person		IN

There are no changes to the Schedule 13D, as amended except as set forth in this second amendment.

Item 2. Identity and Background

Pleasant Lake Apts. Ltd. Partnership sold all their shares of New Century Financial Corporation. Pleasant Lake Apts. Corp. and Pleasant Lake Apts. Ltd. Partnership no longer have any shared voting, dispositive power, disclaim any beneficial ownership of New Century Financial Corporation common shares and are no longer members of this group.

For information purposes only

Clients and employees (excluding Mr. Amster and Mr. Zlatin) of Ramat Securities own 113,233 shares of New Century Financial Corporation or 0.2 % of the Registrant's common shares.

Clients and employees (excluding Mr. Amster and Mr. Zlatin) of Ramat Securities Ltd. do not have ownership, no shared voting, no dispositive power, no pecuniary interest in any shares in Registrant's common shares nor to any other securities owned directly or indirectly by Ramat Securities Ltd. Clients and employees of Ramat Securities Ltd. (excluding Mr. Amster and Mr. Zlatin) disclaim being a member of this group.

Ramat Securities has no ownership, no shared voting, no dispositive, no pecuniary interest in Registrant's common shares nor in any other securities owned directly or indirectly by its clients or employees (excluding Mr. Amster and Mr. Zlatin).

Item 3. Source and Amount of Funds or Other Consideration

Howard Amster sold 22,500 common shares reducing his total investment to \$ 101,512,967.70.

Amster Limited Partnership bought an additional 700 common shares with working capital without borrowing. The total consideration for the purchase is \$ 22,399.50 bringing Amster Limited Partnership's total investment to \$ 87,180.00. Amster Trading Company Charitable Remainder Unitrusts sold 275,000 common shares reducing Amster Trading Company Charitable Remainder Unitrusts' total investment to \$ 30,775,524.97.

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Ramat Securities Ltd. sold 178,900 common shares reducing Ramat Securities Ltd. total investment to \$ 5,386,405.75.

### Item 4. Purpose of Transaction

The following may be deemed to be a group for purposes of investment.

Howard Amster  
Howard Amster 2005 CRUT  
Amster Limited Partnership  
Amster Trading Company  
Amster Trading Company Charitable Remainder Unitrusts  
Samuel J Heller  
Samuel J Heller Irrevocable Trust  
Ramat Securities Ltd.  
Tova Financial, Inc.  
Tova Financial, Inc. Charitable Remainder Unitrust  
ZAK Group, Ltd.  
David Zlatin  
David Zlatin and Gilda Zlatin JTWROS  
Gilda Zlatin

There are no present plans or proposals by this group of record or the beneficial owners as reported in this Schedule 13D second amendment which relates to or would result in the following:

a. The acquisition by any person of additional securities of the issuer, or the disposition of securities of the issuer provided, however, the reporting persons might acquire additional shares or other securities of the issuer or dispose of some or all of their shares depending upon market conditions and their personal circumstances;

### Item 5. Interest in Securities of the Issuer

The outstanding common shares of the Issuer is 55,470,607 shares as of October 31, 2006 referenced in the 10-Q for period ending September 30, 2006.

(a)(b) The aggregate amount owned by this Reporting Group is 2,966,156 shares or 5.34 % of the outstanding shares.

Howard Amster in his name and individual retirement accounts owns 2,069,271 shares or 3.73 % of the common outstanding shares.

Howard M Amster 2005 Charitable Remainder Unitrust owns 131,394 shares or 0.24 % of the common outstanding shares.

Amster Ltd. Partnership owns 1,800 common shares or 0.00 % of the common outstanding shares

Amster Trading Company Charitable Remainder Unitrusts own 615,560 shares or 1.11 % of the common outstanding shares.

Samuel J Heller Irrevocable trust owns 2,675 shares

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or 0.00 % of the common outstanding shares.

Ramat Securities Ltd. owns 132,431 common shares or 0.24 % of the common outstanding shares.

Tova Financial, Inc. owns 3,100 common shares or 0.01 % of the common outstanding shares.

Tova Financial, Inc. Charitable Remainder Unitrust owns 5,800 common shares or 0.01 % of the common outstanding shares.

ZAK Group LLC owns 2,100 common shares or 0.0 % of the common outstanding shares.

David Zlatin owns 1,551 common shares or 0.0 % of the common outstanding shares.

David Zlatin and Gilda Zlatin own 100 common shares or 0.0% of the common outstanding shares.

Gilda Zlatin owns 374 common shares or 0.0 % of the common outstanding shares.

### c) Description of Transactions

All transactions were executed on a listed stock exchange as an open market transaction with Bear, Stearns Securities Corp. as executing broker.

#### Bought

Identity	Date	Shares	Price
Amster Limited Partnership	12/28/06	700	31.95

#### Sold

Howard Amster	11/20/06	22,500	36.77	
Amster Trading Company	11/20/06	57,500	36.77	
	11/21/06	121,200	36.65	
	11/22/06	31,200	36.68	
Amster Trading Company Charitable Remainder Unitrusts	11/28/06	50,000	36.00	
	11/29/06	100,000	36.00	
	11/30/06	125,000	36.03	
Pleasant Lake Apts. Ltd. Partnership	11/22/06	26,000	36.68	
Ramat Securities Ltd.	02/13/07	8,800	17.01	
	02/13/07	140,100	17.44	
	02/14/07	100	19.71	
	02/14/07	29,900	19.65	

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

Date:               February 15, 2007

/s/  
Howard Amster

/s/  
Howard M Amster 2005 Charitable Remainder Unitrust  
By:       Howard Amster  
Title:   Trustee

/s/  
Amster Limited Partnership  
By:       Howard Amster  
Title:   General Partner

/s/  
Amster Trading Company  
By:       Howard Amster  
Title:   President

/s/  
Amster Trading Company Charitable Remainder Unitrusts  
By:       Howard Amster  
Title:   Trustee

/s/  
Samuel J Heller

/s/  
Samuel J Heller Irrevocable Trust  
By:       Howard Amster  
Title:   Trustee

/s/  
Ramat Securities Ltd.  
By:       David Zlatin  
Title:   Principal

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/s/

Tova Financial, Inc.

By: David Zlatin

Title: President

/s/

Tova Financial, Inc. Charitable Remainder Unitrust

By: David Zlatin & Gilda Zlatin

Title: Co-trustees

/s/

Zak Group LLC

By: David Zlatin

Title: Member

/s/

David Zlatin

/s/

David Zlatin and Gilda Zlatin JTROS

/s/

Gilda Zlatin