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OMB APPROVAL  
OMB Number: 3235-0006  
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

REGON P 2/14/02

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2000  
Check here if Amendment [ ]; Amendment Number:

This Amendment (Check only one):  
 is a restatement.  
 adds new holdings entries.

RECEIVED  
FEB 15 2001  
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Institutional Investment Manager Filing this Report:

Name: Satellite Asset Management, L.P.  
Address: 10 East 50th Street, 21st Floor  
New York, NY 10022

**CONFIDENTIAL TREATMENT EXPIRED**

Form 13F File Number: 28-05307

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Brian S. Kriftcher  
Title: Chief Operating Officer and Principal  
Phone: (212) 209-2050

Signature, Place, and Date of Signing:

[Signature]

New York, New York  
[City, State]

February 12, 2001  
[Date]

PROCESSED

APR 25 2007  
B THOMSON FINANCIAL

Report Type (Check only one.):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

**Form 13F Summary Page**

**Report Summary:**

Number of Other Included Managers:

0

Form 13F Information Table Entry Total:

18

Form 13F Information Table Value Total:

\$ 646,132 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report. If there are no entries in this list, state "NONE" and omit the column headings and list entries.

NONE

**FORM 13F INFORMATION TABLE  
CONFIDENTIAL TREATMENT REQUESTED**

Name of Issuer	Title of Class	CUSIP	Value (x \$1000)	Shrs or prn amt	SH/PRN	Put/Call	Investment Discretion	Other Managers	Voting Authority		
									Sole	Shared	None
ACNIELSEN CORP	COM	004833109	9,063	250,000	SH		SOLE		250,000		
BIOCHEM PHARMA INC	COM	09058T108	6,659	208,100	SH		SOLE		208,100		
DIGEX INC DEL	CL A	253756100	1,125	50,000	SH		SOLE		50,000		
HERTZ CORP	CL A	428040109	40,639	1,190,900	SH		SOLE		1,190,900		
HONEYWELL INTL INC	COM	438516106	150,100	3,172,490	SH		SOLE		3,172,490		
IBP INC	COM	449223106	10,005	374,000	SH		SOLE		374,000		
INFINITY BROADCASTING CORP	CL A	45662S102	162,719	5,824,400	SH		SOLE		5,824,400		
JDS UNIPHASE CORP	COM	466121101	16,041	384,800	SH		SOLE		384,800		
LITTON INDS INC	COM	538021106	19,672	250,000	SH		SOLE		250,000		
MRV COMMUNICATIONS INC	COM	553477100	257	19,200	SH		SOLE		19,200		
POWERTEL INC	COM	73936C109	10,994	177,500	SH		SOLE		177,500		
QUAKER OATS CO	COM	747402105	7,498	77,000	SH		SOLE		77,000		
QUORUM HEALTH GROUP INC	COM	749084109	315	20,000	SH		SOLE		20,000		
SEA CONTAINERS LTD	CL A	811371707	622	28,600	SH		SOLE		28,600		
SUMMIT BANCORP	COM	866005101	2,065	54,070	SH		SOLE		54,070		
VIACOM INC	CL B	925524308	8,148	174,290	SH		SOLE		174,290		
VOICESTREAM WIRELESS CORP	COM	928615103	196,901	1,956,783	SH		SOLE		1,956,783		

**FORM 13F INFORMATION TABLE  
CONFIDENTIAL TREATMENT REQUESTED**

Name of Issuer	Title of Class	CUSIP	Value (x \$1000)	Shrs or prn amt	SH/PRN	Put/Call	Investment Discretion	Other Managers	Voting Authority		
									Sole	Shared	None
WILLAMETTE INDS INC	COM	969133107	3,309	70,500	SH		SOLE		70,500		

REPORT SUMMARY: 18 DATA RECORDS 646,132 0 OTHER MANAGERS ON WHOSE BEHALF REPORT IS FILED

*END*