

Synacor, Inc.
Form SC 13G/A
May 09, 2012

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
Under the Securities Exchange Act of 1934

(Amendment No. 1)

Synacor, Inc.
(Name of Issuer)

Common Stock, \$0.01 par value
(Title of Class of Securities)

871561106
(CUSIP Number)

February 15, 2012
(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)
- 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).

EXPLANATORY NOTE:

This amendment is being filed to correct the Schedule 13G filed on February 28, 2012, which reported incorrectly the number of shares beneficially owned by two of the three filers (Advantage Capital New York Partners, LP and Advantage Capital NY GP I, LLC).

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 control number.

CUSIP No. 871561106

1 NAMES OF REPORTING PERSONS.

Steven T. Stull

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5 SOLE VOTING POWER

0 shares

NUMBER OF
SHARES

6 SHARED VOTING POWER

BENEFICIALLY
OWNED BY EACH

2,557,698 shares

REPORTING
PERSON WITH

7 SOLE DISPOSITIVE POWER

0 shares

8 SHARED DISPOSITIVE POWER

2,557,698 shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,557,698 shares*

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

9.6%**

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

* All 2,557,698 shares are owned directly by two limited partnerships, each of which is managed by its own general partner. Steven T. Stull is the majority owner of the general partner of each of these limited partnerships. One of

these limited partnerships and its general partner are joint filers on this Schedule 13G.

** Based on 26,743,242 total shares outstanding as reported in the Issuer's Form 10-K for the fiscal year ended December 31, 2011.

CUSIP No. 871561106

1 NAMES OF REPORTING PERSONS.

Advantage Capital NY GP I, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

NY

5 SOLE VOTING POWER

0 shares

NUMBER OF SHARES

6 SHARED VOTING POWER

2,124,785 shares

BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

7 SOLE DISPOSITIVE POWER

0 shares

8 SHARED DISPOSITIVE POWER

2,124,785 shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,124,785 shares*

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

7.9%**

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

* All 2,124,785 shares are directly owned by Advantage Capital New York Partners I, LP, a limited partnership, of which Advantage Capital NY GP I, LLC is the general partner.

** Based on 26,743,242 total shares outstanding as reported in the Issuer's Form 10-K for the fiscal year ended December 31, 2011.

CUSIP No. 871561106

1 NAMES OF REPORTING PERSONS.

Advantage Capital New York Partners I, LP

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

NY

5 SOLE VOTING POWER

2,124,785 shares

NUMBER OF
SHARES

6 SHARED VOTING POWER

0 shares

BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

7 SOLE DISPOSITIVE POWER

2,124,785 shares

8 SHARED DISPOSITIVE POWER

0 shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,124,785 shares

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

7.9%*

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

PN

* Based on 26,743,242 total shares outstanding as reported in the Issuer's Form 10-K for the fiscal year ended December 31, 2011.

ITEMNAME OF ISSUER:

1(A)

Synacor, Inc.

ITEMADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

1(B)

40 LaRiviere Drive
Suite 300
Buffalo, New York 14202

ITEMNAME OF PERSON FILING:

2(A)

1. Steven T. Stull
2. Advantage Capital NY GP I, LLC ("Advantage I GP")
3. Advantage Capital New York Partners I, LP ("Advantage I LP")

ITEMADDRESS OF PRINCIPAL BUSINESS OFFICE:

2(B)

1. Steven T. Stull: 909 Poydras St., Ste. 2230, New Orleans, LA 70130
2. Advantage I GP: 5 Warren St., Ste. 204, Glen Falls, NY 12801
3. Advantage I LP: 5 Warren St., Ste. 204, Glen Falls, NY 12801

ITEMCITIZENSHIP:

2(C)

1. Steven T. Stull – United States
2. Advantage I GP – State of New York
3. Advantage I LP – State of New York

ITEMTITLE OF CLASS OF SECURITIES:

2(D)

Common Stock, \$0.01 par value per share

ITEMCUSIP NUMBER:

2(E)

871561106

ITEMNOT APPLICABLE.

3.

ITEM OWNERSHIP.*

4.

| | | |
|-------|---|---|
| (a) | Amount Beneficially Owned | Steven T. Stull: 2,557,698 shares Advantage I GP: 2,124,785 shares Advantage I LP: 2,124,785 shares |
| (b) | Percent of Class | Steven T. Stull: 9.6 % Advantage I GP: 7.9 % Advantage I LP: 7.9 % |
| (c) | Number of shares as to which such person has: | |
| (i) | Sole power to vote or to direct the vote | Steven T. Stull: 0 shares Advantage I GP: 0 shares Advantage I LP: 2,124,785 shares |
| (ii) | Shared power to vote or to direct the vote | Steven T. Stull: 2,557,698 shares Advantage I GP: 2,124,785 shares Advantage I LP: 0 shares |
| (iii) | Sole power to dispose or to direct the disposition of | Steven T. Stull: 0 shares Advantage I GP: 0 shares Advantage I LP: 2,124,785 shares |
| (iv) | Shared power to dispose or to direct the disposition of | Steven T. Stull: 2,557,698 shares Advantage I GP: 2,124,785 shares Advantage I LP: 0 shares |

* Advantage Capital New York Partners I, LP (“Advantage I LP”) is the direct owner of 2,124,785 shares of the Issuer’s common stock, with sole voting and dispositive power over such shares. Advantage Capital NY GP I, LLC (“Advantage I GP”), as the general partner of Advantage I LP, may be deemed to share voting and dispositive power over the same 2,124,785. Steven T. Stull, as the majority owner of Advantage I GP, may be deemed to share voting and dispositive power over the same 2,124,785 shares owned directly by Advantage I LP, as well as an additional 432,913 shares owned directly by a second limited partnership, by virtue of his majority ownership of that limited partnership’s general partner.

ITEM OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS. IF THIS STATEMENT IS BEING FILED TO
5. REPORT THE FACT THAT AS OF THE DATE HEREOF THE REPORTING PERSON HAS CEASED TO
BE THE BENEFICIAL OWNER OF MORE THAN 5 PERCENT OF THE CLASS OF SECURITIES, CHECK
THE FOLLOWING .

ITEM OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.
6.

Not Applicable.

ITEM IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE
7. SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable.

ITEM IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.
8.

Not applicable.

ITEM NOTICE OF DISSOLUTION OF GROUP.
9.

Not applicable.

ITEM CERTIFICATION.
10.

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.

7

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct as of May 9, 2012.

Date: May 9, 2012

By: /s/ Steven T. Stull
Steven T. Stull

ADVANTAGE CAPITAL NY GP I, LLC

By: /s/ Michael T. Johnson
Michael T. Johnson
Vice President

ADVANTAGE CAPITAL NEW YORK
PARTNERS I, LP

By: Advantage Capital NY GP I, LLC, its
general partner

By: /s/ Michael T. Johnson
Michael T. Johnson
Vice President

EXHIBIT A

JOINT FILING AGREEMENT

The undersigned agree that this Schedule 13G dated as of May 9, 2012 relating to the shares of common stock, \$0.01 par value per share, of Synacor, Inc., to which this Joint Filing Agreement is attached as Exhibit A, shall be filed on behalf of the undersigned.

By: /s/ Steven T. Stull
Steven T. Stull

ADVANTAGE CAPITAL NY GP I, LLC

By: /s/ Michael T. Johnson
Michael T. Johnson
Vice President

ADVANTAGE CAPITAL NEW YORK
PARTNERS I, LP

By: Advantage Capital NY GP I, LLC, its
general partner

By: /s/ Michael T. Johnson
Michael T. Johnson
Vice President