

Stedman Trent
Form 4
April 13, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Stedman Trent

2. Issuer Name and Ticker or Trading Symbol
STRATEGIC HOTELS & RESORTS, INC [BEE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

799 CENTRAL AVENUE, SUITE 350,

04/09/2010

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

HIGHLAND PARK, IL 60035

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Series A Preferred Stock, \$0.01 par value per share	04/09/2010		J ⁽¹⁾		351,200	D	\$ 0
							0
							I
							See Footnote ⁽²⁾
Series A Preferred Stock, \$0.01 par value per	04/09/2010		S		27,000	D	\$ 19.1428
							244,700
							I
							See Footnote ⁽³⁾

Edgar Filing: Stedman Trent - Form 4

share								
Series A Preferred Stock, \$0.01 par value per share	04/09/2010	<u>J⁽¹⁾</u>	54,891	A	\$ 0	54,891	D	
Series A Preferred Stock, \$0.01 par value per share	04/09/2010	S	12,000	D	\$ 19.1428	42,891	D	
Series B Preferred Stock, \$0.01 par value per share	04/09/2010	<u>J⁽⁴⁾</u>	97,500	D	\$ 0	0	I	See Footnote <u>(2)</u>
Series B Preferred Stock, \$0.01 par value per share	04/09/2010	S	7,000	D	\$ 19.1	398,900	I	See Footnote <u>(3)</u>
Series B Preferred Stock, \$0.01 par value per share	04/09/2010	<u>J⁽⁴⁾</u>	15,238	A	\$ 0	15,238	D	
Series B Preferred Stock, \$0.01 par value per share	04/09/2010	S	3,000	D	\$ 19.1	12,238	D	
Series C Preferred Stock, \$0.01 par value per share	04/09/2010	<u>J⁽⁵⁾</u>	73,100	D	\$ 0	0	I	See Footnote <u>(2)</u>
Series C Preferred Stock, \$0.01 par	04/09/2010	<u>J⁽⁵⁾</u>	11,425	A	\$ 0	11,425	D	

value per share

Series C Preferred Stock, \$0.01 par value per share

375,800 I

See Footnote (3)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stedman Trent 799 CENTRAL AVENUE, SUITE 350 HIGHLAND PARK, IL 60035		X		
Millennium Group LLC 799 CENTRAL AVE SUITE 350 HIGHLAND PARK, IL 60035		X		
NV North American Opportunity Fund 799 CENTRAL AVE, SUITE 350 HIGHLAND, IL 60035		X		

HPP GP LLC
 799 CENTRAL AVE, SUITE 350 X
 HIGHLAND, IL 60035

Highland Park Partners Fund LP
 799 CENTRAL AVE, SUITE 350 X
 HIGHLAND, IL 60035

Signatures

/s/ Trent Stedman		04/13/2010
	**Signature of Reporting Person	Date
/s/ Millennium Group, LLC, by Trent Stedman, Member		04/13/2010
	**Signature of Reporting Person	Date
/s/ NV North American Opportunity fund, by Millennium Group, LLC, the investment manager, by Trent Stedman, sole member		04/13/2010
	**Signature of Reporting Person	Date
/s/ HPP GP, LLC, by Trent Stedman, sole member		04/13/2010
	**Signature of Reporting Person	Date
/s/ Highland Park Partners Fund LP, by HPP GP LLC, the general partner, by Trent Stedman, sole member		04/13/2010
	**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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).
- (1) On April 9, 2010, Highland Park Partners Fund LP distributed all of the 351,200 of the Issuer's Series A Preferred Stock that it directly beneficially owned, pro rata, to its partners, including Trent Stedman.
- (2) By Highland Park Partners Fund LP
- (3) By NV North American Opportunity Fund.
- (4) On April 9, 2010, Highland Park Partners Fund LP distributed all of the 97,500 of the Issuer's Series B Preferred Stock that it directly beneficially owned, pro rata, to its partners, including Mr. Stedman.
- (5) On April 9, 2010, Highland Park Partners Fund LP distributed all of the 73,100 shares of the Issuer's Series C Preferred Stock that it directly beneficially owned, pro rata, to its partners, including Mr. Stedman.

Remarks:

Following the transactions reported on this Form 4: (i) NV North American Opportunity Fund directly beneficially owns 244,7

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.