

Edgar Filing: U S REALTEL INC - Form SC 13G/A

U S REALTEL INC
Form SC 13G/A
February 12, 2003

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G
(Rule 13d-102)

Under the Securities Exchange Act of 1934

(Amendment No. 1) *

U.S. REALTEL, INC.

(Name of Issuer)

Common Stock \$0.001 par value

(Title of Class of Securities)

902979103

(CUSIP Number)

December 31, 2002

(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)
[X] 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).

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1 NAMES OF REPORTING PERSON
IRS IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY).

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Brandywine Operating Partnership, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
(b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware, U.S.A.

5 SOLE VOTING POWER
1,132,692 (1)

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH
6 SHARED VOTING POWER

7 SOLE DISPOSITIVE POWER
1,132,692 (1)

8 SHARED DISPOSITIVE POWER

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,132,692 (1)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES* []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
17.1% (2)

12 TYPE OF REPORTING PERSON*
PN

*SEE INSTRUCTION BEFORE FILLING OUT!

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Item 1(a) Name of Issuer:

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U.S. RealTel, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:

One Financial Plaza
Suite 1101
Fort Lauderdale, Florida 33394

Item 2(a) Name of Person Filing:

Brandywine Operating Partnership, L.P.

Item 2(b) Address of Principal Business Office:

401 Plymouth Road Plymouth Meeting, PA 19462

Item 2(c) Citizenship:

Delaware, U.S.A.

Item 2(d) Title of Class of Securities:

Common Stock

Item 2(e) CUSIP Number:

902979103

Item 3 If this statement is filed pursuant to Rules 13d-1(b),
or 13d-2(b), check whether the person filing is a:

Not Applicable.

Item 4 Ownership.

(a) Amount beneficially owned: 1,132,692(1)

(b) percent of Class: 17.1%

(c) Number of shares as to which such Person has:

(i) sole power to vote or to direct the vote:

1,132,692(1)

(ii) shared power to or to direct the vote: 0

(iii) sole power to dispose or to direct the disposition of: 1,132,692(1)

(iv) shared power to dispose or to direct the disposition of: 0

(1) Includes 748,077 shares of Common Stock subject to warrants.

(2) Calculated on the basis of 6,621,472 shares of Common Stock outstanding on December 31, 2002. Any securities that are not issued and outstanding, but that can be acquired through the exercise of warrants, are deemed to be outstanding for the purpose of computing the percentage of outstanding securities owned by stockholders holding such warrants, but are not deemed to be issued and outstanding for the purpose of computing the percentage of the class of securities held by any other person.

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Item 5 Ownership of Five Percent or Less of a Class.

Not applicable

Item 6 Ownership of More than Five Percent on Behalf of Another Person.

Not applicable

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not Applicable

Item 8 Identification and Classification of Members of the Group.

Not Applicable

Item 9 Notice of Dissolution of Group.

Not Applicable

Item 10 Certification.

Not Applicable

After reasonable inquiry, and to the best of our knowledge and belief, the undersigned certifies that the information set forth in this Statement is true, complete and correct.

Brandywine Operating Partnership, L.P.

By: Brandywine Realty Trust,
its General Partner

/s/ Gerard H. Sweeney

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Estimated average burden

hours per response2.00

SEC USE ONLY

DOCUMENT SEQUENCE NO.

CUSIP NUMBER

WORK LOCATION

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

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
 PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

1(a) NAME OF ISSUER (Please type or print) (b) IRS IDENT. NO. (c) S.E.C. FILE NO.

The Gabelli Global Deal Fund 20-8195443 811-21969

1(d) ADDRESS OF ISSUER STREET CITY STATEZ CODE

One Corporate Center Rye NY 10580

2(a) NAME OF PERSON WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD (b) IRS IDENT. NO. (c) RELATIONSHIP TO ISSUER (d) ADDRESS CODE (e) STREET (f) CITY

GAMCO Investors, 13-4044521 Inc. Parent Company of Investment Adviser for Issuer One Corporate Center Rye NY 10580

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3(a)	(b)	SEC USE ONLY	(c)	(d)	(e)	(f)	(g)
Title of Class of Securities To Be Sold	Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is	Broker-Dealer File Number	Number of Shares or Other Units To Be Sold	Aggregate Market Value ([See instr. 3(d)]	Number of Shares or Other Units Outstanding [See instr. 3(e)]	Approximate Date of Sale [See instr. 3(f)] (MO DAY YR)	Name of Each Securities Exchange [See instr. 3(g)]

Acquiring the Securities Gabelli & Common Company, Inc. Stock One Corporate Center Rye, NY 10580	3(c)] 15,000	193,278 as of 11/11/08	21,211,510	11/11/08 – 2/10/09	NYSE
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INSTRUCTIONS:

- | | |
|---|---|
| (g) (a) Name of Issuer
(h) Issuer's I.R.S. Identification Number
(i) Issuer's S.E.C. file number, if any
(j) Issuer's address, including zip code
(k) Issuer's telephone number, including area code

(g) (a) Name of person for whose account the securities are to be sold
(h) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
I Such person's address, including zip code | (g) (a) Title of the class of securities to be sold
(h) Name and address of each broker through whom the securities are intended to be sold
(i) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
(j) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
(k) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
(g) Approximate date on which the securities are to be sold
(g) Name of each securities exchange, if any, on which the securities are intended to be sold |
|---|---|

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 control number.

SEC 1147 (02-08)

TABLE I – SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration _herefore:

Title of the Class	Date You Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (if gift, also give date donor acquired)	Amount of Securities Acquired	Date of Payment	Nature of Payment
Common Stock	01/26/07	Private Purchase	Issuer	15,000	01/31/07	Cash

INSTRUCTIONS: If the securities were purchased and full payment therefore was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments, describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II – SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
GAMCO Investors, Inc. One Corporate Center Rye, NY 10580	Common Stock	10/21/08	15,000	195,344
		10/22/08	15,000	193,715
		10/23/08	15,000	191,987
		10/24/08	15,000	186,599
		10/27/08	15,000	187,053
		10/28/08	15,000	187,104
		10/29/08	15,000	188,456
		10/30/08	15,000	195,842
		10/31/08	7,500	98,333
		11/3/08	2,000	26,664
		11/4/08	1,200	16,344
		11/5/08	15,000	201,699
		11/6/08	15,000	198,890
		11/7/08	15,000	199,343
11/10/08	15,000	198,383		
11/11/08	15,000	193,278		

REMARKS:

INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose operations of the Issuer of the securities to be sold which sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

November 12, 2008
DATE OF NOTICE

/s/ Douglas R. Jamieson

(SIGNATURE)

Douglas R. Jamieson, President

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION

IF RELYING ON RULE 10B5-1 The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

SEC 1147 (02-08)
