

Stedman Trent
Form 3
April 02, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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
(Last) (First) (Middle)

799 CENTRAL AVE, SUITE 350, A

(Street)

HIGHLAND, IL 60035

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
03/25/2009

3. Issuer Name and Ticker or Trading Symbol

STRATEGIC HOTELS & RESORTS, INC [BEE]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Series B Preferred Stock, \$0.01 par value per share 499,700

I

See Remark for footnote 1 See footnote 2 (1) (2)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

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

Signatures

/s/ Trent Stedman*	04/02/2009
_____ **Signature of Reporting Person	Date
Millennium Group, LLC, by Trent Stedman, Member*	04/02/2009
_____ **Signature of Reporting Person	Date
NV North American Opportunity fund, by: Millennium Group LLC, the investment manager, by Trent Stedman, sole member*	04/02/2009
_____ **Signature of Reporting Person	Date
HPP GP LLC, by Trent Stedman, sole member*	04/02/2009
_____ **Signature of Reporting Person	Date
Highland Park Partners Fund LP, by HPP GP LLC, the general partner, by Trent Stedman, sole member*	04/02/2009
_____ **Signature of Reporting Person	Date
*By Barton Aronson, as attorney-in-fact pursuant to power of attorney dated 4/2/09	04/02/2009
_____ **Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) See remark for footnote 1

Subsequent to the acquisition on March 25, 2009, the Reporting Owners made three additional acquisitions of Series B Preferred Stock.

(2) Specifically, on March 27, 2009 the Reporting Owners acquired 2,500 shares of Series B Preferred Stock; on March 30, 2009, the Reporting Owners acquired 200 shares of Series B Preferred Stock; and on March 31, 2009, the Reporting Owners acquired 2,800 shares of Series B Preferred Stock. These purchases are reflected in a Form 4 filed contemporaneously herewith

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Remarks:

NV^ North^ American^ Opportunity^ Fund^ directly^ beneficially^ owns^ 402,200^ shares^ of^ Series^ B^ Preferred^ Stock^ LLC^ is^ the^ investment^ manager^ of^ NV^ North^ American^ Opportunity^ Fund.^ Highland^ Park^ Partners^ LP^ owns^ 97,500^ shares^ of^ Series^ B^ Preferred^ Stock.^ HPP^ GP^ LLC^ is^ the^ general^ partner^ of^ Highland^ Park^ Partners^ LP.^ Stedman^ is^ a^ member^ of^ Millennium^ Group^ LLC^ and^ is^ also^ the^ sole^ member^ of^ HPP^ GP^ LLC.^ This^ relationship^ to^ NV^ North^ American^ Opportunity^ Fund,^ Millennium^ Group^ LLC,^ Highland^ Park^ Partners^ LP^ may^ be^ deemed^ to^ indirectly^ beneficially^ own^ (as^ that^ term^ is^ defined^ in^ Rule^ 13d-3^ under^ the^ Securities^ Act^ of^ 1934^ and^ the^ rules^ and^ regulations^ thereunder)^ the^ 10.86%^ (or^ 499,700^ shares^ of^ Series^ B^ Preferred^ Stock)^ of^ the^ outstanding^ shares^ of^ Series^ B^ Preferred^ Stock^ as^ of^ February^ 28,^ 2009.^ The^ percentage^ of^ beneficial^ ownership^ is^ based^ on^ 4,600,000^ shares^ of^ Series^ B^ Preferred^ Stock^ outstanding^ as^ of^ February^ 28,^ 2009.^ The^ Issuer's^ Form^ S-3,^ filed^ on^ March^ 4,^ 2009^ with^ the^ Securities^ and^ Exchange^ Commission.)

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

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