STRATEGIC HOTELS & RESORTS, INC
Form SC 13G/A
February 14, 2011

SECURITIES & EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G/A
(Amendment No. 4)

Strategic Hotels & Resorts, Inc.
(Name of Issuer)

Common Stock, $.01 Par Value
(Title of Class of Securities)

86272T106
(CUSIP Number)

December 31, 2010
(Date of event which requires filing of this statement)

Check the appropriate box to designate the rule pursuant to which this Schedule 13G is filed:

[ ] Rule 13d-1(b)
[X] Rule 13d-1(c)
[ ] Rule 13d-1(d)

(Page 1 of 16 Pages)

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*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 purposes 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 PERSONS
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSONS (ENTITIES ONLY)
High Rise Partners II, L.P.
13-4094404

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

(b) [ ]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(5) SOLE VOTING POWER	-0-
	(6) SHARED VOTING POWER	-0-
	(7) SOLE DISPOSITIVE POWER	-0-
	(8) SHARED DISPOSITIVE POWER	-0-

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-0-

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

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
-0-

(12) TYPE OF REPORTING PERSON **
PN

** SEE INSTRUCTIONS BEFORE FILLING OUT!

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(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSONS (ENTITIES ONLY)
High Rise Partners II (a), L.P.
30-0485506

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

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF	(5) SOLE VOTING POWER	-0-

SHARES		
BENEFICIALLY	(6) SHARED VOTING POWER	-0-
OWNED BY		
EACH	(7) SOLE DISPOSITIVE POWER	-0-
REPORTING		
PERSON WITH	(8) SHARED DISPOSITIVE POWER	-0-

(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	-0-
(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES **	[ ]
(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	-0-
(12)	TYPE OF REPORTING PERSON **	PN

** SEE INSTRUCTIONS BEFORE FILLING OUT!

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(1)	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	High Rise Institutional Partners, L.P. 13-4094401
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **	(a) [X] (b) [ ]
(3)	SEC USE ONLY	
(4)	CITIZENSHIP OR PLACE OF ORGANIZATION	Delaware

NUMBER OF	(5) SOLE VOTING POWER	-0-
SHARES		
BENEFICIALLY	(6) SHARED VOTING POWER	-0-
OWNED BY		
EACH	(7) SOLE DISPOSITIVE POWER	

-0-

REPORTING

PERSON WITH (8) SHARED DISPOSITIVE POWER

-0-

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

-0-

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

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

-0-

(12) TYPE OF REPORTING PERSON **

PN

** SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 86272T106 13G Page 5 of 16 Pages

(1) NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Cedar Bridge Realty Fund, L.P.
36-4448215

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

(a) [X]
(b) [ ]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF (5) SOLE VOTING POWER

-0-

SHARES

BENEFICIALLY (6) SHARED VOTING POWER

-0-

OWNED BY

EACH (7) SOLE DISPOSITIVE POWER

-0-

REPORTING

PERSON WITH (8) SHARED DISPOSITIVE POWER

-0-

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

-0-

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

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(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
-0-

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(12) TYPE OF REPORTING PERSON **

PN

** SEE INSTRUCTIONS BEFORE FILLING OUT!

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(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSONS (ENTITIES ONLY)
Cedar Bridge Institutional Fund, L.P.
77-0597412

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

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(3) SEC USE ONLY

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(4) CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF (5) SOLE VOTING POWER
-0-

SHARES

BENEFICIALLY (6) SHARED VOTING POWER
-0-

OWNED BY

EACH (7) SOLE DISPOSITIVE POWER
-0-

REPORTING

PERSON WITH (8) SHARED DISPOSITIVE POWER
-0-

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(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
BY EACH REPORTING PERSON
-0-

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

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(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
-0-

---

(12) TYPE OF REPORTING PERSON **

PN

** SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 86272T106 13G Page 7 of 16 Pages

(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSONS (ENTITIES ONLY)
High Rise Capital Advisors, LLC
13-4094399

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

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(5) SOLE VOTING POWER	-0-
	(6) SHARED VOTING POWER	-0-
	(7) SOLE DISPOSITIVE POWER	-0-
	(8) SHARED DISPOSITIVE POWER	-0-

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
BY EACH REPORTING PERSON
-0-

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

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
-0-

(12) TYPE OF REPORTING PERSON **
OO

** SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 86272T106 13G Page 8 of 16 Pages

(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSONS (ENTITIES ONLY)
Bridge Realty Advisors, LLC
36-4448205

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

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(5) SOLE VOTING POWER	-0-
	(6) SHARED VOTING POWER	-0-
	(7) SOLE DISPOSITIVE POWER	-0-
	(8) SHARED DISPOSITIVE POWER	-0-

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
BY EACH REPORTING PERSON
-0-

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

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
-0-

(12) TYPE OF REPORTING PERSON **
OO

** SEE INSTRUCTIONS BEFORE FILLING OUT!

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(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSONS (ENTITIES ONLY)
David O'Connor

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

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(5) SOLE VOTING POWER	-
	(6) SHARED VOTING POWER	-0-
	(7) SOLE DISPOSITIVE POWER	-
	(8) SHARED DISPOSITIVE POWER	-0-

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-0-

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

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
-0-

(12) TYPE OF REPORTING PERSON **
IN

** SEE INSTRUCTIONS BEFORE FILLING OUT!

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(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSONS (ENTITIES ONLY)
Charles Fitzgerald

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

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

			United States of America
NUMBER OF	(5)	SOLE VOTING POWER	-
SHARES			
BENEFICIALLY	(6)	SHARED VOTING POWER	-0-
OWNED BY			
EACH	(7)	SOLE DISPOSITIVE POWER	-
REPORTING			
PERSON WITH	(8)	SHARED DISPOSITIVE POWER	-0-
(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		-0-
(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES **		[ ]
(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		-0-
(12)	TYPE OF REPORTING PERSON **		IN

** SEE INSTRUCTIONS BEFORE FILLING OUT!

Item 1(a). Name of Issuer:

The name of the issuer is Strategic Hotels & Resorts, Inc. (the "Company").

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

The Company's principal executive office is located at
200 West Madison Street
Suite 1700
Chicago, IL 60606

Item 2(a). Name of Person Filing:

This statement is filed by:

(i) High Rise Partners II, L.P., a Delaware limited partnership ("HRP II"), with respect to shares of Common Stock (as defined in item 2 (d)) directly owned by it;

(ii) High Rise Partners II (a), L.P., a Delaware limited partnership ("HRP II (a)"), with respect to shares of Common Stock directly

owned by it;

(iii) High Rise Institutional Partners, L.P., a Delaware limited partnership ("HRIP" and together with HRP II and HRP II (a), the "High Rise Partnerships"), with respect to shares of Common Stock directly owned by it;

(iv) Cedar Bridge Realty Fund, L.P., a Delaware limited partnership ("CBR"), with respect to shares of Common Stock directly owned by it;

(v) Cedar Bridge Institutional Fund, L.P., a Delaware limited partnership ("CBI" and together with CBR, the "Cedar Bridge Partnerships" and together with HRP II, HRP II (a), HRIP and CBR, the "Partnerships"), with respect to shares of Common Stock directly owned by it;

(vi) High Rise Capital Advisors, LLC, a Delaware limited liability company (the "General Partner"), which serves as the general partner of the High Rise Partnerships and as sole managing member of the CB General Partner (as defined below), with respect to shares of Common Stock directly owned by each of the Partnerships;

(vii) Bridge Realty Advisors, LLC, a Delaware limited liability company (the "CB General Partner"), which serves as the general partner to the Cedar Bridge Partnerships, with respect to shares of Common Stock directly owned by each of the Cedar Bridge Partnerships;

(viii) Mr. David O'Connor("Mr. O'Connor") who serves as senior managing member of the General Partner with respect to shares of Common Stock owned by the Partnerships; and

(ix) Mr. Charles Fitzgerald ("Mr. Fitzgerald") who serves as the managing member of the General Partner with respect to shares of Common Stock owned by the Partnerships.

The Partnerships, the General Partner, the CB General Partner, Mr. O'Connor and Mr. Fitzgerald are hereinafter sometimes collectively referred to as the "Reporting Persons." Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

Item 2(b). Address of Principal Business Office or, if None, Residence:

The address of the business office of each of the Reporting Persons is
535 Madison Avenue
New York, NY 10022.

Item 2(c). Citizenship:

Each of the Partnerships, the General Partner and the CB General Partner, is organized under the laws of the State of Delaware. Messrs. O'Connor and Fitzgerald are citizens of the United States of America.

Item 2(d). Title of Class of Securities:

Common Stock, $.01 Par Value (the "Common Stock")

Item 2(e). CUSIP Number:

86272T106

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

(a) [ ] Broker or dealer registered under Section 15 of the Act,
(b) [ ] Bank as defined in Section 3(a)(6) of the Act,
(c) [ ] Insurance Company as defined in Section 3(a)(19) of the Act,
(d) [ ] Investment Company registered under Section 8 of the Investment Company Act of 1940,
(e) [ ] Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E),
(f) [ ] Employee Benefit Plan or Endowment Fund in accordance with Rule 13d-1(b)(1)(ii)(F),
(g) [ ] Parent Holding Company or control person in accordance with Rule 13d-1(b)(1)(ii)(G),
(h) [ ] Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act,
(i) [ ] Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940,
(j) [ ] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to 13d-1(c), check this box: [X]

Item 4. Ownership.

This Schedule 13G reports beneficial ownership of shares of common stock beneficially owned by the reporting persons as of the date hereof.

A. High Rise Partners II, L.P.
(a) Amount beneficially owned: -0-
(b) Percent of class:-0-
(c) Number of shares as to which such person has:
(i) Sole power to vote or direct the vote: -
(ii) Shared power to vote or direct the vote: -0-
(iii) Sole power to dispose or direct the disposition:-
(iv) Shared power to dispose or direct the disposition: -0-

B. High Rise Partners II (a), L.P.
(a) Amount beneficially owned: -0-
(b) Percent of class: -0-
(c) Number of shares as to which such person has:
(i) Sole power to vote or direct the vote: -
(ii) Shared power to vote or direct the vote: -0-
(iii) Sole power to dispose or direct the disposition: -
(iv) Shared power to dispose or direct the disposition: -0-

C. High Rise Institutional Partners, L.P.
(a) Amount beneficially owned: -0-
(b) Percent of class: -0-
(c) Number of shares as to which such person has:
(i) Sole power to vote or direct the vote: -
(ii) Shared power to vote or direct the vote: -0-
(iii) Sole power to dispose or direct the disposition: -
(iv) Shared power to dispose or direct the disposition: -0-

D. Cedar Bridge Realty Fund, L.P.
(a) Amount beneficially owned: -0-
(b) Percent of class: -0-
(c) Number of shares as to which such person has:
(i) Sole power to vote or direct the vote: -
(ii) Shared power to vote or direct the vote: -0-
(iii) Sole power to dispose or direct the disposition:-
(iv) Shared power to dispose or direct the disposition: -0-

E. Cedar Bridge Institutional Fund, L.P.
(a) Amount beneficially owned: -0-
(b) Percent of class: -0-
(c) Number of shares as to which such person has:
(i) Sole power to vote or direct the vote: -
(ii) Shared power to vote or direct the vote: -0-
(iii) Sole power to dispose or direct the disposition: -
(iv) Shared power to dispose or direct the disposition: -0-

F. High Rise Capital Advisors, LLC
(a) Amount beneficially owned: -0-
(b) Percent of class: -0-
(c) Number of shares as to which such person has:
(i) Sole power to vote or direct the vote: -
(ii) Shared power to vote or direct the vote: -0-
(iii) Sole power to dispose or direct the disposition: -
(iv) Shared power to dispose or direct the disposition: -0-

G. Bridge Realty Advisors, LLC
(a) Amount beneficially owned: -0-
(b) Percent of class: -0-
(c) Number of shares as to which such person has:
(i) Sole power to vote or direct the vote: -
(ii) Shared power to vote or direct the vote: -0-
(iii) Sole power to dispose or direct the disposition: -
(iv) Shared power to dispose or direct the disposition: -0-

H. David O'Connor
(a) Amount beneficially owned: -0-
(b) Percent of class: -0-
(c) Number of shares as to which such person has:
(i) Sole power to vote or direct the vote: -
(ii) Shared power to vote or direct the vote: -0-
(iii) Sole power to dispose or direct the disposition: -
(iv) Shared power to dispose or direct the disposition:

-0-

I. Charles Fitzgerald
(a) Amount beneficially owned: -0-
(b) Percent of class: -0-
(c) Number of shares as to which such person has:
(i) Sole power to vote or direct the vote: -
(ii) Shared power to vote or direct the vote: -0-
(iii) Sole power to dispose or direct the disposition:-
(iv) Shared power to dispose or direct the disposition:
-0-

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

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.

See Item 2.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Each of the Reporting Persons hereby makes the following certification:

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.

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.

DATED: February 14, 2011

/s/ David O'Connor

David O'Connor
Individually
And as managing member of:
(a) High Rise Capital Advisors, LLC;,
for itself and as
(i)the general partner of
High Rise Partners II, L.P.
(ii)the general partner of
High Rise Partners II (a),L.P.
(iii) the general partner of
High Rise Institutional Partners, L.P.
(iv) the managing member of
Bridge Realty Advisors, LLC, for itself and
as general partner of:
(A)Cedar Bridge Realty Fund, L.P.; and
(B)Cedar Bridge Institutional Fund, L.P. and

/s/ Charles Fitzgerald

Charles Fitzgerald