

Stedman Trent  
Form 3  
March 16, 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                               |  |
| Â Stedman Trent                           |         | (Month/Day/Year)                     | STRATEGIC HOTELS & RESORTS, INC [BEE]  |  |
| (Last)                                    | (First) | (Middle)                             | 03/05/2009   |  |
| 799 CENTRAL AVE, SUITE 350,Â              |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                                 | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| HIGHLAND,Â ILÂ 60035                      |         |                                      | <input type="checkbox"/> Director  | <input checked="" type="checkbox"/> 10% Owner        |
| (City)                                    | (State) | (Zip)                                | <input type="checkbox"/> Officer   | <input type="checkbox"/> Other                       |
|   |         |                                      | (give title below)   | (specify below)                                      |
|   |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)                       |  |
|   |         |                                      | <input type="checkbox"/> Form filed by One Reporting Person                      |  |
|   |         |                                      | <input checked="" type="checkbox"/> 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 A Preferred Stock, \$0.01 par value per share | 526,800   | I  | See Footnotes <u>(1)</u> <u>(2)</u>                   |

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

SEC 1473 (7-02)

**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.**

**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) |
|------------------|-----------------|-------|----------------------------|----------|---------------------------------------|
|------------------|-----------------|-------|----------------------------|----------|---------------------------------------|

## Reporting Owners

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

## Signatures

|   |            |
|---|------------|
| /s/ Trent Stedman   | 03/16/2009 |
| __Signature of Reporting Person   | Date       |
| Millennium Group, LLC, by Trent Stedman, Member   | 03/16/2009 |
| __Signature of Reporting Person   | Date       |
| NV North American Opportunity fund, by: Millennium Group LLC, the investment manager, by Trent Stedman, sole member | 03/16/2009 |
| __Signature of Reporting Person   | Date       |
| HPP GP LLC, by Trent Stedman, sole member   | 03/16/2009 |
| __Signature of Reporting Person   | Date       |
| Highland Park Partners Fund LP, by HPP GP LLC, the general partners, by Trent Stedman, sole member                  | 03/16/2009 |
| __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)

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NV North American Opportunity Fund directly beneficially owns 268,400 shares of Series A Preferred Stock. Millennium Group LLC is the investment manager of NV North American Opportunity Fund. Highland Park Partners Fund LP directly beneficially owns 324,800 shares of Series A Preferred Stock. HPP GP LLC is the general partner of Highland Park Partners Fund LP. Trent Stedman is a member of Millennium Group LLC and is also the sole member of HPP GP LLC. Trent Stedman, by virtue of his relationship to NV North American Opportunity Fund, Millennium Group LLC, Highland Park Partners Fund LP, and HPP GP LLC, may be deemed to indirectly beneficially own (as that term is defined in Rule 13d-3 under the Act) the shares of Series A Preferred Stock subject to this filing. The percentage of beneficial ownership of 13.22% (or 593,200 shares of Series A Preferred Stock) is based on 4,488,750 shares of Series A Preferred Stock outstanding as of February 27, 2009 (as set forth on th

- (2) Subsequent to the acquisition on March 5, 2009, the Reporting Owners made six additional acquisitions of Series A Preferred Stock. Specifically, on March 6, 2009 the Reporting Owners acquired 9,900 shares of Series A Preferred Stock; on March 9, 2009, the Reporting Owners acquired 15,000 shares of Series A Preferred Stock; on March 10, 2009, the Reporting Owners acquired 15,600 shares of Series A Preferred Stock; on March 11, 2009, the Reporting Owners acquired 10,800 shares of Series A Preferred Stock; on March 12, 2009, the Reporting Owners acquired 9,700 shares of Series A Preferred Stock; and on March 13, 2009, the Reporting Owners acquired 5,400 shares of Series A Preferred Stock. These purchases are reflected in a Form 4 filed contemporaneously herewith.

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.