

Stedman Trent
Form 4
March 16, 2009

FORM 4

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

OMB APPROVAL

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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)
799 CENTRAL AVE, SUITE 350,
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/06/2009

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

HIGHLAND, IL 60035

(City) (State) (Zip)

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

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 Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Series A Preferred Stock, \$0.01 par value per share	03/06/2009		P		9,900	A	\$ 1.7 536,700	I	See Footnote (1)
Series A Preferred Stock, \$0.01 par value per share	03/09/2009		P		15,000	A	\$ 1.84 551,700	I	See Footnote (2)

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Series A Preferred Stock, \$0.01 par value per share	03/10/2009	P	15,600	A	\$ 1.88	567,300	I	See Footnote (3)
Series A Preferred Stock, \$0.01 par value per share	03/11/2009	P	10,800	A	\$ 2.02	578,100	I	See Footnote (4)
Series A Preferred Stock, \$0.01 par value per share	03/12/2009	P	9,700	A	\$ 2.19	587,800	I	See Footnote (5)
Series A Preferred Stock, \$0.01 par value per share	03/13/2009	P	5,400	A	\$ 2	593,200	I	See Footnote (6)

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

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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 (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

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	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 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).

On March 6, 2009 Highland Park Partners Fund LP, acquired an additional 9,900 shares of Series A Preferred Stock. NV North American Opportunity Fund, Millennium Group LLC, HPP GP LLC, and Trent Stedman each disclaim ownership in such acquisition by

(1) NV North American Opportunity Fund, except to the extent of any pecuniary interest therein. Millennium Group LLC, HPP GP LLC, and Trent Stedman also disclaim beneficial ownership of all other securities reported on this Form 4, except to the extent of any pecuniary interest therein.

(2)

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On March 9, 2009, NV North American Opportunity Fund acquired an additional 15,000 shares of Series A Preferred Stock. Millennium Group LLC, Highland Park Partners Fund LP, HPP GP LLC, and Trent Stedman each disclaim ownership in such acquisition by NV North American Opportunity Fund, except to the extent of any pecuniary interest therein. Millennium Group LLC, HPP GP LLC, and Trent Stedman also disclaim beneficial ownership of all other securities reported on this Form 4, except to the extent of any pecuniary interest therein.

- (3) On March 10, 2009, NV North American Opportunity Fund acquired an additional 15,600 shares of Series A Preferred Stock. Millennium Group LLC, Highland Park Partners Fund LP, HPP GP LLC, and Trent Stedman each disclaim ownership in such acquisition by NV North American Opportunity Fund, except to the extent of any pecuniary interest therein. Millennium Group LLC, HPP GP LLC, and Trent Stedman also disclaim beneficial ownership of all other securities reported on this Form 4, except to the extent of any pecuniary interest therein.

- (4) On March 11, 2009, NV North American Opportunity Fund acquired an additional 10,800 shares of Series A Preferred Stock. Millennium Group LLC, Highland Park Partners Fund LP, HPP GP LLC, and Trent Stedman each disclaim ownership in such acquisition by NV North American Opportunity Fund, except to the extent of any pecuniary interest therein. Millennium Group LLC, HPP GP LLC, and Trent Stedman also disclaim beneficial ownership of all other securities reported on this Form 4, except to the extent of any pecuniary interest therein.

- (5) On March 12, 2009 Highland Park Partners Fund LP, acquired an additional 9,700 shares of Series A Preferred Stock. NV North American Opportunity Fund, Millennium Group LLC, HPP GP LLC, and Trent Stedman each disclaim ownership in such acquisition by NV North American Opportunity Fund, except to the extent of any pecuniary interest therein. Millennium Group LLC, HPP GP LLC, and Trent Stedman also disclaim beneficial ownership of all other securities reported on this Form 4, except to the extent of any pecuniary interest therein.

- (6) On March 13, 2009, NV North American Opportunity Fund acquired an additional 5,400 shares of Series A Preferred Stock. Millennium Group LLC, Highland Park Partners Fund LP, HPP GP LLC, and Trent Stedman each disclaim ownership in such acquisition by NV North American Opportunity Fund, except to the extent of any pecuniary interest therein. Millennium Group LLC, HPP GP LLC, and Trent Stedman also disclaim beneficial ownership of all other securities reported on this Form 4, except to the extent of any pecuniary interest therein.

Remarks:

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 13.22% (or 593,200 shares of Series A Preferred Stock) is based on 4,488,750 shares of Series A Preferred Stock that were outstanding as of February 27, 2009 (as set forth on 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. 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.