

GOODWIN DANIEL L

Form 4

March 07, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Inland American Real Estate Trust,
Inc.

2. Issuer Name and Ticker or Trading
Symbol
CEDAR SHOPPING CENTERS
INC [CDR]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
03/05/2008

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

2901 BUTTERFIELD ROAD

(Street)

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

OAK BROOK, IL 60523

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	03/05/2008		P		35,100	A	\$ 11.45	6,078,838 D ⁽¹⁾
Common Stock	03/06/2008		P		112,950	A	\$ 11.43	6,191,788 D ⁽¹⁾
Common Stock								2,000 D ⁽²⁾

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

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information contained in this form are not
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SEC 1474
(9-02)

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 Beneficial Owned Following Reported Transaction (Instr. 6)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Inland American Real Estate Trust, Inc. 2901 BUTTERFIELD ROAD OAK BROOK, IL 60523		X		
GOODWIN DANIEL L 2901 BUTTERFIELD ROAD OAK BROOK, IL 60523		X		
PARKS ROBERT D 2901 BUTTERFIELD ROAD OAK BROOK, IL 60523		X		

INLAND AMERICAN REAL ESTATE TRUST, INC., BY /s/ Brenda G. Gujral, President	03/06/2008
<u> **Signature of Reporting Person</u>	Date
DANIEL L. GOODWIN /s/ Daniel L. Goodwin	03/06/2008
<u> **Signature of Reporting Person</u>	Date
ROBERT D. PARKS /s/ Robert D. Parks	03/06/2008
<u> **Signature of Reporting Person</u>	Date

- * 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).

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- (1) The reported shares are owned directly by Inland American. Mr. Goodwin and Mr. Parks disclaim beneficial ownership of the shares beneficially owned by Inland American except to the extent of their respective ownership of shares of Inland American stock.
- (2) The reported shares are owned directly by Mr. Parks.

Remarks:

To obtain a waiver of the 9.9% common stock ownership limitation in the issuer's charter, Inland American Real Estate Trust,

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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