

ISTAR FINANCIAL INC
Form 8-K
December 12, 2003

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

December 12, 2003

(Date of Report (Date of Earliest Event Reported))

iSTAR FINANCIAL INC.

(Exact Name of Registrant as Specified in Its Charter)

Maryland

(State or Other Jurisdiction
of Incorporation)

1-15371

(Commission
File Number)

95-6881527

(IRS Employer
Identification Number)

**1114 Avenue of the Americas, 27th Floor
New York, New York**

(Address of Principal Executive Offices)

10036

(Zip Code)

(212) 930-9400

(Registrant's Telephone Number, Including Area Code)

Item 7.

Exhibits

The following exhibits are filed with this Report pursuant to Regulation S-K Item 601 in lieu of filing the otherwise required exhibits to the registration statement on Form S-3 of the Registrant, file No. 333-109599, under the Securities Act of 1933, as amended (the Registration Statement), and which, as this Form 8-K filing is incorporated by reference in the Registration Statement, are set forth in full in the Registration Statement.

| Exhibit Number | Exhibit |
|---------------------------|----------------------------------------------------|
| 4.1 | Global Note evidencing 6.0% Senior Notes due 2010. |
| 4.2 | Global Note evidencing 6.5% Senior Notes due 2013. |
| 5.1 | Opinion of Clifford Chance US LLP. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this Report to be signed on its behalf by the undersigned, thereunto duly authorized.

iSTAR FINANCIAL INC.

Date: December 12, 2003

By: /s/ Jay Sugarman
Jay Sugarman
Chairman and Chief Executive Officer

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