

Sunstone Hotel Investors, Inc.
Form 8-K
March 07, 2008

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported): March 4, 2008

Sunstone Hotel Investors, Inc.

(Exact Name of Registrant as Specified in its Charter)

Maryland
(State or Other Jurisdiction

of Incorporation)

001-32319
(Commission

File Number)

20-1296886
(IRS Employer

Identification No.)

903 Calle Amanecer, Suite 100

San Clemente, California
(Address of Principal Executive Office)

(949) 369-4000

92673
(Zip Code)

(Registrant's telephone number, including area code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS

Sunstone Hotel Investors, Inc. (the Company) announced on March 6, 2008 that Steven R. Goldman has tendered his resignation as President and Chief Executive Officer and as a director of the Company, effective March 31, 2008. Mr. Goldman will assist in the transition of his duties until March 31, 2008.

The Company also announced that the Board of Directors has appointed Robert A. Alter, age 57, as Chief Executive Officer effective March 31, 2008. Mr. Alter currently serves as the Company's Executive Chairman, and from its founding until March 2007, he served as the Company's Chief Executive Officer. The sections in the Company's Proxy Statement for the fiscal year ended December 31, 2006 captioned Proposal 1: Election of Directors and Certain Relationships and Related Transactions, with respect to the information therein pertaining to Mr. Alter, are incorporated herein by reference.

ITEM 8.01 OTHER EVENTS

A press release on this subject was issued on March 6, 2008, and is filed herewith as Exhibit 99.1 and incorporated herein by reference.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

| Exhibit No. | Description |
|--------------------|---|
| 99.1 | Press Release, dated March 6, 2008 |
| 99.2 | Portions of the Company's Proxy Statement on Schedule 14A filed on March 26, 2007 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Sunstone Hotel Investors, Inc.

Date: March 6, 2008

By: /s/ Kenneth E. Cruse
Kenneth E. Cruse

Chief Financial Officer