Edgar Filing: BURNS JAMES J - Form 4

BURNS JAM	ES J									
Form 4										
January 08, 20									PPROVAL	
FORM	4 UNITED S	TATES SECUI Wa				NGE (COMMISSION		3235-0287	
if no longer subject to Section 16. Form 4 or Form 5 obligations may contin	Section 16.SECURITIESForm 4 orForm 5Form 5Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,obligationsSection 17(a) of the Public Utility Holding Company Act of 1935 or Sectionsee Instruction30(h) of the Investment Company Act of 1940						January 31Expires:2005Estimated averageburden hours perresponse0.5			
(Print or Type Re	esponses)									
BURNS JAMES J S:			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) 535 MADISC			f Earliest Tra Day/Year) 2009	ansaction			X_ Director Officer (give below)		Owner er (specify	
			endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
NEW YORK	, NY 10022						Form filed by N Person			
(City)	(State) (2	Zip) Tab	le I - Non-D	erivative S	Securi	ties Acc	uired, Disposed of	, or Beneficial	ly Owned	
Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transactic Code	4. Securi	ties Ao sposeo	equired d of 5) Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	•	
Common Stock	01/07/2009		A <u>(1)</u>	5,698	А	\$ 7.02	22,460	D		

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Addre	ess	Relationships						
	Director	10% Owner	Officer	Other				
BURNS JAMES J 535 MADISON AVENUE NEW YORK, NY 10022	Х							
Signatures								
/s/ James J. Burns	01/08/2009							
<u>**</u> Signature of	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).
- (1) Constitutes restricted stock issued under 2004 Stock Incentive Plan.

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. order: none" align="center" valign="top">_**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).
- (1) Each Stock Appreciation Right becomes exercisable in three (3) equal, annual installments beginning on the first anniversary of the date of grant.
- (2) Each Restricted Stock Unit represents a contingent right to receive one share of Common Stock.
- (3) The Restricted Stock Units vest in three years from the date of the grant.

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Reporting Person