

REISS DALE ANN
Form 4/A
August 16, 2012

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 *
REISS DALE ANN

2. Issuer Name and Ticker or Trading Symbol
ISTAR FINANCIAL INC [SFI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
589 KINZIE ISLAND COURT

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/14/2012

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

SANIBEL, FL 33957

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
08/14/2012

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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 Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock, par value \$.001 per share | 08/14/2012 | | S | (A) or (D) 12,500 (1) (2) | \$ 7.131 11,485 (4) | I (1) | By Family Trust (1) |
| Series E Preferred Stock | 08/14/2012 | | P | (A) or (D) 2,293 (3) | \$ 20.11 2,293 (3) (4) | I | By Family Trust |
| Series F Preferred Stock | 08/14/2012 | | P | (A) or (D) 2,217 (3) | \$ 20.004 2,117 (3) (4) | I | By Family Trust |

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

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(9-02)

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. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| REISS DALE ANN 589 KINZIE ISLAND COURT SANIBEL, FL 33957 | | X | | |

Signatures

Dale Anne Reiss 08/16/2012

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).

This amendment is being filed to correct inadvertent errors in Table I of the Form 4 originally filed on August, 14, 2012. As corrected, (1) Table I now indicates that the Reporting Person disposed of beneficial ownership of 12,500 shares of common stock that had been held by a family trust.

(2) On August 14, 2012, the Reporting Person disposed of 12,500 shares of Common Stock of iStar Financial Inc. (SFI) at an average price of \$7.131 per share in open market transactions. These shares were indirectly beneficially owned through a family trust. Following this transaction, the Reporting Person is currently the beneficial owner of a total of 11,485 restricted shares of Common Stock, which are owned directly.

(3) On August 14, 2014, the Reporting Person acquired 2,293 shares of iStar Series E Preferred Stock at an average price of \$20.110 per share, and 2,217 shares of iStar Series F Preferred Stock at an average price of \$20.004 per share in open market transactions. These

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shares are indirectly beneficially owned through a family trust.

- The Reporting Person also holds a total of 43,591 Common Stock Equivalents (CSEs) awarded pursuant to the iStar Non-Employee
- (4) Directors' Deferral Plan, all of which are vested. Under the Plan, on the regular distribution date, vested CSEs will be settled by the transfer of shares of iStar Common Stock to the participant.

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.