

TRANSCONTINENTAL REALTY INVESTORS INC

Form 4

February 02, 2011

**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

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
EQK HOLDINGS INC

2. Issuer Name **and** Ticker or Trading  
Symbol  
TRANSCONTINENTAL REALTY  
INVESTORS INC [TCI]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
1800 VALLEY VIEW LANE,  
SUITE 300

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/14/2011

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

(Street)  
DALLAS, TX 75234

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.01 per share	01/14/2011		J <sup>(1)</sup>		920,507	A	\$ 6.49	4,369,463	D	
Common Stock, par value \$0.01 per share	01/14/2011		P		922,737 <sup>(2)</sup>	A	\$ 6.49	5,292,200	D	
Common Stock, par value \$0.01	01/28/2011		P		229,799 <sup>(3)</sup>	A	\$ 6.49	5,521,999	D	

per share

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

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SEC 1474  
(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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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
EQK HOLDINGS INC 1800 VALLEY VIEW LANE, SUITE 300 DALLAS, TX 75234	X

## Signatures

EQK Holdings, Inc. 02/01/2011  
 \*\*Signature of Reporting Person Date  
 By: Daniel J. Moos, 02/01/2011  
 President  
 \*\*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) On 1/14/2011, the Board of Directors of Basic Capital Management, Inc. ("BCM") declared and paid a dividend to the Reporting Person as the sole stockholder of BCM of a specified amount payable in 920,507 shares of TCI common stock at \$6.49 per share. The effect was to render direct ownership of the 920,507 shares of TCI common stock which had been previously reported as indirect ownership through the Reporting Person's subsidiary BCM.

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- On 1/14/2011, the Reporting Person purchased from American Realty Trust, Inc ("ART"), then the owner of all of the outstanding common stock of the Reporting Person, 922,737 shares of TCI common stock at \$6.49 per share. On 1/21/2011, ART transferred all of the common stock of the Reporting Person to American Realty Investors, Inc and thereupon, ART ceased to be the parent of the Reporting Person.
- (2)
- (3) On 1/28/2011, the Reporting Person purchased from another entity as a single block 229,799 shares of TCI common stock at a price of \$6.49 per share.

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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