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ISTAR FINANCIAL INC Form 8-K March 17, 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

MARCH 14, 2003 (DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED))

iSTAR FINANCIAL INC.
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

MARYLAND 1-15371 95-6881527
(STATE OR OTHER JURISDICTION (COMMISSION (IRS EMPLOYER OF INCORPORATION) FILE NUMBER) IDENTIFICATION NUMBER)

1114 AVENUE OF THE AMERICAS, 27TH FLOOR 10036
NEW YORK, NEW YORK (ZIP CODE)

(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES)

(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. 333-83646, 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	Supplemental Indenture dated as of March 14, 2003.
4.2	Global Note evidencing 7.0% Senior Notes due 2008.
5.1	Opinion of Clifford Chance US LLP.

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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: March 14, 2003 By: /s/ Jay Sugarman

Jay Sugarman

Chairman and Chief Executive Officer

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