ISTAR FINANCIAL INC Form 8-K May 23, 2007

UNITED STATES

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

Date of Report (Date of earliest event reported): May 22, 2007

iStar Financial Inc.

(Exact name of registrant as specified in its charter)

Maryland

(State or other jurisdiction of incorporation)

1-15371

(Commission File Number)

95-6881527

(IRS Employer Identification Number)

1114 Avenue of the Americas, 27th Floor New York, New York

(Address of principal executive offices)

10036 (Zip Code)

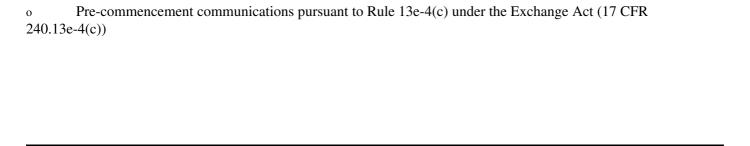
Registrant s telephone number, including area code: (212) 930-9400

N/A

(Former name or former address, if changed since last report.)

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 (see General Instruction A.2. below):

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



Item 8.01 Other Events.

On May 22, 2007, iStar Financial Inc. issued a press release announcing that it had entered into a definitive agreement to acquire the commercial real estate lending business and an interest in the commercial real estate loan assets of Fremont General Corporation (NYSE: FMT). A copy of the press release is furnished as Exhibit 99.1 to this Current Report.

Item 9.01 Financial Statements and Exhibits.

Exhibit No. Description

Exhibit 99.1 Press release dated May 22, 2007.

2

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: May 22, 2007 By: /s/ Jay Sugarman

Jay Sugarman

Chairman and Chief Executive Officer

Date: May 22, 2007 By: /s/ Catherine D. Rice

Catherine D. Rice Chief Financial Officer

3

EXHIBIT INDEX

Exhibit No. Description

Exhibit 99.1 Press release dated May 22, 2007.

4