Edgar Filing: Sunstone Hotel Investors, Inc. - Form 4

Form 4	otel Investors, Inc										
June 09, 200									OMB AF	PROVAL	
FORM	UNITED	STATES SECU Wa	RITIES . ashingtor			NG	E CO	MMISSION	OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or				S IN BENEFICIAL OWNERSHIP OF CURITIES of the Securities Exchange Act of 1934,					Expires: Estimated a burden hour response		
obligation may cor <i>See</i> Insta 1(b).	ons Section 17(a) of the Public U 30(h) of the I	Jtility Ho	lding C	Compan	y Ao	ct of 1		I		
(Print or Type	Responses)										
	Address of Reporting lotel Investors, Ind	C. Symbol	er Name an one Hotel			-	Is	. Relationship of l ssuer			
(Last) (First) (Middle) 3. Date o			of Earliest Transaction Day/Year) 2005				-	(Check all applicable) <u></u> Director <u></u> X 10% Owner <u></u> Officer (give title <u></u> Other (specify below) <u></u> below)			
			lonth/Day/Year)				А	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
SAN CLEN	MENTE,, CA 926	73					_	Form filed by Me erson			
(City)	(State)	(Zip) Tal	ble I - Non-	Derivat	ive Secur	rities	s Acqui	red, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transacti Code (Instr. 8)	omr Disj (Instr.	3, 4 and 5	(D) 5) (A) or		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	06/06/2005		Code V	Am 9,180 (1)	800	(D) D	Price \$ 23.4	810,132	I	See footnote (2) $\frac{(2)}{2}$	

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)

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

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Sunstone Hotel Investors, Inc. 903 CALLE AMANCER SUITE 100 SAN CLEMENTE,, CA 92673	Х	Х					
Signatures							
Paul D							

Paul D.	06/06/200			
Kazilionis	06/06/2005			
<u>**</u> Signature of	Date			

**Signature of Reporting Person

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).

Consists of 229,820 shares of Common Stock directly owned by Sunstone Hotel Investors, LLC., 42,356 shares of Common Stock directly owned by WB Hotel Investors, LLC and 537,956 shares of Common Stock directly owned by Sunstone/WB Hotel Investors (1) IV, LLC.

(2) See Exhibit 99.1.

Remarks:

Each of the entities set forth in Exhibit 99.1 may be deemed to indirectly beneficially own such securities. Westbrook Real Es

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.