

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <u>Inland American Real Estate Trust, Inc.</u> <hr/> (Last) (First) (Middle) 2901 BUTTERFIELD ROAD <hr/> (Street) OAK BROOK IL 60523 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 02/14/2008	3. Issuer Name and Ticker or Trading Symbol <u>CEDAR SHOPPING CENTERS INC [ CDR ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 03/04/2008 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	4,774,138 <sup>(1)</sup>	D	
Common Stock	2,000 <sup>(2)</sup>	I	By Inland Investment Advisors <sup>(2)</sup>
Common Stock	2,000 <sup>(3)</sup>	D	
8-7/8% Series A Cumulative Redeemable Preferred Stock	376,600 <sup>(4)(5)</sup>	I	By Inland Investment Advisors <sup>(4)(5)</sup>
8-7/8% Series A Cumulative Redeemable Preferred Stock	360,300 <sup>(6)</sup>	D	
8-7/8% Series A Cumulative Redeemable Preferred Stock	15,900 <sup>(7)</sup>	D	
8-7/8% Series A Cumulative Redeemable Preferred Stock	400 <sup>(8)</sup>	D	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

1. Name and Address of Reporting Person * <u>Inland American Real Estate Trust, Inc.</u> <hr/> (Last) (First) (Middle) 2901 BUTTERFIELD ROAD <hr/> (Street) OAK BROOK IL 60523 <hr/> (City) (State) (Zip)		
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1. Name and Address of Reporting Person * <u>GOODWIN DANIEL L</u> <hr/> (Last) (First) (Middle) 2901 BUTTERFIELD ROAD <hr/> (Street) OAK BROOK IL 60523 <hr/> (City) (State) (Zip)		
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1. Name and Address of Reporting Person \*

[INLAND REAL ESTATE INVESTMENT CORP](#)

(Last) (First) (Middle)

2901 BUTTERFIELD ROAD

(Street)

OAK BROOK IL 60523

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[PARKS ROBERT D](#)

(Last) (First) (Middle)

2901 BUTTERFIELD ROAD

(Street)

OAK BROOK IL 60523

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[INLAND REAL ESTATE CORP](#)

(Last) (First) (Middle)

2901 BUTTERFIELD ROAD

(Street)

OAK BROOK IL 60523

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[INLAND WESTERN RETAIL REAL ESTATE TRUST INC](#)

(Last) (First) (Middle)

2901 BUTTERFIELD ROAD

(Street)

OAK BROOK IL 60523

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[Inland Investment Advisors, Inc.](#)

(Last) (First) (Middle)

2901 BUTTERFIELD ROAD

(Street)

OAK BROOK IL 60523

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[INLAND GROUP INC](#)

(Last) (First) (Middle)

2901 BUTTERFIELD ROAD

(Street)

OAK BROOK IL 60523

(City) (State) (Zip)

Explanation of Responses:

1. This number of shares is owned directly by Inland American Real Estate Trust, Inc. ("Inland American") and is "beneficially owned" for Section 13(d) purposes by Inland Investment Advisors, Inc. ("Adviser") through Adviser's discretionary management (voting and dispositive) of the account of Inland American pursuant to an Investment Advisory Agreement. The only fees payable to Adviser pursuant to this agreement are based on the amount of marketable securities under management.

2. This number of shares is "beneficially owned" for Section 13(d) purposes by Adviser through Adviser's discretionary management (voting and dispositive) of the account of Mr. Parks, pursuant to an Investment Advisory Agreement. Adviser may receive performance-based fees under the aforementioned agreement with Mr. Parks. Adviser disclaims beneficial ownership of the shares except to the extent it receives performance-based fees with respect to its management of the shares. Adviser is a wholly owned subsidiary of Inland Real Estate Investment Corporation ("IREIC"), which is a wholly owned subsidiary of The Inland Group, Inc. ("TIGI"), of which Mr. Goodwin is a controlling shareholder. Mr. Goodwin disclaims beneficial ownership of shares beneficially owned by Adviser except to the extent of his ownership of TIGI.

3. This number of shares is owned directly by Mr. Parks.

4. This number of shares is "beneficially owned" for Section 13(d) purposes by Adviser through Adviser's discretionary management (voting and dispositive) of the separate accounts of Inland Western Retail Real Estate Trust, Inc. ("Inland Western"), Inland Real Estate Corporation ("IREC") and Mr. Parks, pursuant to its separate Investment Advisory Agreements with each of them. Adviser may receive performance-based fees under the aforementioned agreements with each of Inland Western, IREC and Mr. Parks.

5. Adviser disclaims beneficial ownership of the shares except to the extent it receives performance-based fees with respect to its management of the shares. Adviser is a wholly owned subsidiary of IREIC, which is a wholly owned subsidiary of TIGI, of which Mr. Goodwin is a controlling shareholder. Mr. Parks owns shares of TIGI. Mr. Goodwin and Mr. Parks disclaim beneficial ownership of shares beneficially owned by Adviser except to the extent of their respective ownership of TIGI shares.

6. This number of shares is owned directly by Inland Western. Mr. Goodwin and Mr. Parks own shares of Inland Western. Mr. Goodwin and Mr. Parks disclaim beneficial ownership of shares beneficially owned by Inland Western except to the extent of their respective ownership of Inland Western shares.

7. This number of shares is owned directly by IREC. Mr. Goodwin and Mr. Parks own shares of IREC. Mr. Goodwin and Mr. Parks disclaim beneficial ownership of shares beneficially owned by IREC except to the extent of their respective ownership of IREC shares.

8. This number of shares is owned directly by Mr. Parks.

#### Remarks:

THIS AMENDMENT TO FORM 3 IS BEING FILED ONLY TO ADD ADVISER AND TIGI AS REPORTING PERSONS TO THE FORM 3 PREVIOUSLY FILED BY THE OTHER REPORTING PERSONS ON MARCH 4, 2008. To obtain a waiver of the common stock ownership limitation in the issuer's charter, Inland American, IREIC, Adviser and TIGI have entered into a Voting Agreement with the issuer dated 02/13/2008. This Voting Agreement is attached as Exhibit 7.4 to the Schedule 13D filed 2/14/2008 by Inland American and other reporting persons with the SEC. There is no agreement between any of Inland American, IREC and Inland Western to acquire, hold, vote or dispose of the issuer's securities. In accordance with the perceived statutory purpose of Section 13(d) to inform investors of accumulations of an issuer's securities and because of the relationships among the Reporting Persons described in this Form 3, the Reporting Persons have filed this Form 3 jointly. Adviser, Inland American, Inland Western, IREC, TIGI and IREIC are separate legal entities. IREIC sponsored Inland American, Inland Western and IREC. Adviser is a wholly owned subsidiary of IREIC, which is a wholly owned subsidiary of TIGI, of which Goodwin is the controlling shareholder. Parks owns shares of TIGI. These entities have some common officers and directors; however, the boards of directors of Inland American, Inland Western and IREC are comprised of a majority of independent directors. Adviser manages discretionary accounts for Inland American, Inland Western, IREC, Goodwin and Parks. An investment committee comprised of three members of Adviser's board oversees the investment strategy and decisions made with respect to the accounts it manages, within the respective investment guidelines provided to it by its clients. Goodwin, Parks and Roberta S. Matlin are members of this investment committee. Goodwin manages Adviser's day-to-day operations. Goodwin and Parks directly and indirectly own shares of Inland American, Inland Western and IREC.

INLAND AMERICAN REAL ESTATE TRUST, INC. by /s/ Brenda G. Gujral, President 03/04/2008

INLAND REAL ESTATE INVESTMENT CORPORATION by /s/ Roberta S. Matlin, Senior Vice President 03/04/2008

DANIEL L. GOODWIN /s/ Daniel L. Goodwin 03/04/2008

ROBERT D. PARKS /s/ Robert D. Parks 03/04/2008

INLAND REAL ESTATE CORPORATION by /s/ Robert D. Parks, President and Chief Executive Officer 03/04/2008

INLAND WESTERN RETAIL REAL ESTATE TRUST, INC. by /s/ Steven P. Grimes, Chief Operating Officer and Chief Financial Officer 03/04/2008

INLAND INVESTMENT ADVISORS, INC. by /s/ Roberta S. Matlin, President 03/05/2008

THE INLAND GROUP, INC. by /s/ Daniel L. Goodwin, President 03/05/2008

\*\* Signature of Reporting Person Date

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

\* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.