

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

AUGUST 14, 2002
(DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED))

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)
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1114 AVENUE OF THE AMERICAS, 27TH FLOOR NEW YORK, NEW YORK (ADDRESS OF PRINCIPAL EXECUTIVE OFFICES)	10036 (ZIP CODE)
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(212) 930-9400
(REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE)

ITEM 9. REGULATION FD DISCLOSURE

The Quarterly Report on Form 10-Q for the Quarter ended June 30, 2002 filed by iStar Financial Inc. on August 14, 2002 was accompanied by certifications of iStar Financial's Chairman and Chief Executive Officer and its Chief Financial Officer, as required by 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of The Sarbanes-Oxley Act of 2002. Copies of the certifications are furnished as Exhibit 99.1 to this report.

ITEM 7 EXHIBITS

- 99.1 Certifications of Chairman and Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of The Sarbanes-Oxley Act of 2002, together with Securities and Exchange Commission transmittal letter.

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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: August 14, 2002 By: /s/ JAY SUGARMAN

Jay Sugarman
Chairman and Chief Executive Officer

Date: August 14, 2002 By: /s/ SPENCER B. HABER

Spencer B. Haber
President and Chief Financial Officer

CERTIFICATION OF CHIEF EXECUTIVE OFFICER
PURSUANT TO SS.906 OF THE SARBANES-OXLEY ACT OF 2002

The undersigned, the Chairman and Chief Executive Officer of iStar Financial Inc. (the "Company"), hereby certifies on the date hereof, pursuant to 18 U.S.C. 1350(a), as adopted pursuant to ss.906 of The Sarbanes-Oxley Act of 2002, that the Quarterly Report on Form 10-Q for the quarter ended June 30, 2002 (the "Form 10-Q"), filed concurrently herewith by the Company, fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended, and that the information contained in the Form 10-Q fairly presents, in all material respects, the financial condition and results of operations of the Company.

By: /s/ JAY SUGARMAN

Name: Jay Sugarman
Title: Chairman and Chief Executive Officer

Ex-1

CERTIFICATION OF CHIEF FINANCIAL OFFICER
PURSUANT TO SS.906 OF THE SARBANES-OXLEY ACT OF 2002

The undersigned, the Chief Financial Officer of iStar Financial Inc. (the "Company"), hereby certifies on the date hereof, pursuant to 18 U.S.C. 1350(a), as adopted pursuant to ss.906 of The Sarbanes-Oxley Act of 2002, that the Quarterly Report on Form 10-Q for the quarter ended June 30, 2002 (the "Form 10-Q"), filed concurrently herewith by the Company, fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended, and that the information contained in the Form 10-Q fairly presents, in all material respects, the financial condition and results of operations of the Company.

By: /s/ SPENCER B. HABER

Name: Spencer B. Haber
Title: Chief Financial Officer

Ex-2

August 14, 2002

U.S. Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, DC 20549

Re: iStar Financial Inc. (File No. 1-15371)

Ladies and Gentlemen:

We enclose for filing the Quarterly Report on Form 10-Q of iStar Financial Inc. for the quarter ended June 30, 2002. Also accompanying this filing are the certifications of iStar Financial's Chairman and Chief Executive Officer and its Chief Financial Officer pursuant to ss.906 of The Sarbanes-Oxley Act of 2002. These certifications are being furnished solely for purposes of complying with ss.906 of The Sarbanes-Oxley Act, and on the understanding that they are subject to the specific knowledge standards contained in ss.906.

If you have any questions, please contact me at 212-878-8526.

Very truly yours,

/s/ KATHLEEN L. WERNER

Kathleen L. Werner

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