

| OMB APPROVAL                                 |           |
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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*<br><u>PUSKAR GEORGE R</u><br><br>(Last) (First) (Middle)<br>2023 NORTH ATLANTIC AVENUE - SUITE 304<br><br>(Street)<br>COCOA BEACH FL 32931<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>ISTAR FINANCIAL INC [ SFI ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><br>Officer (give title below) Other (specify below) |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br>08/06/2007                    |   |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)  |   |   |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3)          | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) |            |           | 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 Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|------------|-----------|---|--|--|
|  |                                      |  | Code                           | V | Amount  | (A) or (D) | Price     |   |  |  |
| Common stock, par value \$.001 per share | 08/06/2007                           |  | P                              |   | 3,500   | A          | \$33.259  | 21,800 <sup>(1)</sup>   | I  | Retirement Account                           |
| Common stock, par value \$.001 per share | 08/06/2007                           |  | P                              |   | 1,500   | A          | \$33.2228 | 4,500 <sup>(1)</sup>  | I  | Retirement Account                           |
| Common stock, par value \$.001 per share | 08/06/2007                           |  | P                              |   | 0   | A          | \$0       | 18,500 <sup>(1)</sup>   | I  | Spouse                                       |

**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. Transaction Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |     | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|---|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |   |

**Explanation of Responses:**

1. On August 6, 2007, the reporting person acquired beneficial ownership of a total of 5,000 shares of common stock of iStar Financial Inc., as follows: 3,500 shares were purchased at a price of \$33.2590 per share by a retirement account established by the reporting person and 1,500 shares were purchased at a price of \$33.2228 per share by a separate retirement account established by the reporting person. Following these transactions, the reporting person beneficially owns a total of 44,800 shares of iStar common stock, consisting of 21,800 shares owned indirectly in a retirement account established by the reporting person, 4,500 shares owned indirectly in a separate retirement account established by the reporting person and 18,500 shares owned indirectly by the reporting person's spouse.

s/ George R Puskar 08/06/2007

\*\* 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 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).

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

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