

SECURITIES AND EXCHANGE COMMISSION

FORM D/A

Official notice of an offering of securities that is made without registration under the Securities Act in reliance on an exemption provided by Regulation D and Section 4(6) under the Act.
[amend]

Filing Date: **2013-01-28**
SEC Accession No. **0001474770-13-000001**

(HTML Version on secdatabase.com)

FILER

CRE Strategic Opportunity Fund

CIK: **1474770** | IRS No.: **270896721** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **D/A** | Act: **33** | File No.: **021-135512** | Film No.: **13550587**

Mailing Address

*101 N. MAIN ST
12TH FLOOR
GREENVILLE SC 29601*

Business Address

*101 N. MAIN ST
12TH FLOOR
GREENVILLE SC 29601
864-679-4771*

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM D

OMB APPROVAL	
OMB Number:	3235-0076
Expires:	June 30, 2012
Estimated average burden hours per response:	4.00

Notice of Exempt Offering of Securities

1. Issuer's Identity

CIK (Filer ID Number) [0001474770](#) Previous Name(s) None Entity Type
 Corporation
Name of Issuer [CRE Strategic Opportunity Fund](#) Limited Partnership
 Limited Liability Company
Jurisdiction of Incorporation/
Organization [DELAWARE](#) General Partnership
 Business Trust
Year of Incorporation/Organization Other
 Over Five Years Ago
 Within Last Five Years (Specify Year) [2009](#)
 Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer [CRE Strategic Opportunity Fund](#)
Street Address 1 [101 N. MAIN ST](#) Street Address 2 [12TH FLOOR](#)
City [GREENVILLE](#) State/Province/Country [SOUTH CAROLINA](#) ZIP/Postal Code [29601](#) Phone No. of Issuer [864-679-4771](#)

3. Related Persons

Last Name	First Name	Middle Name
CRE Strategic Opportunity Fund Management, LLC	X	X
Street Address 1 101 N Main St	Street Address 2 12th Floor	
City Greenville	State/Province/Country SOUTH CAROLINA	ZIP/Postal Code 29601

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

[Manager of the issuer](#)

Last Name	First Name	Middle Name
Boyd	John	W
Street Address 1 101 N. Main Street	Street Address 2 12th Floor	
City	State/Province/Country	ZIP/Postal Code

Greenville

SOUTH CAROLINA

29601

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Aiesi	Paul	M
Street Address 1 101 N. Main Street	Street Address 2 12th Floor	
City Greenville	State/Province/Country SOUTH CAROLINA	ZIP/Postal Code 29601

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Reiken	Andrew	M
Street Address 1 c/o CRE Strategic Opportunity Fund Mgmt	Street Address 2 101 N. Main St., 12th Floor	
City Greenville	State/Province/Country SOUTH CAROLINA	ZIP/Postal Code 29601

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Spalding	Donald	L
Street Address 1 c/o CRE Strategic Opportunity Fund Mgmt	Street Address 2 101 N. Main St., 12th Floor	
City Greenville	State/Province/Country SOUTH CAROLINA	ZIP/Postal Code 29601

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Poinsett Capital Advisors, LLC	X	X
Street Address 1 101 N. Main Street	Street Address 2 12th Floor	
City Greenville	State/Province/Country SOUTH CAROLINA	ZIP/Postal Code 29601

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Graycliff Capital Partners, LLC	X	X
Street Address 1	Street Address 2	
101 N. Main Street	12th Floor	
City	State/Province/Country	ZIP/Postal Code
Greenville	SOUTH CAROLINA	29601

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

4. Industry Group

- | | | |
|---|---|--|
| <input type="checkbox"/> Agriculture | <input type="checkbox"/> Health Care | <input type="checkbox"/> Retailing |
| <input type="checkbox"/> Banking & Financial Services | <input type="checkbox"/> Biotechnology | <input type="checkbox"/> Restaurants |
| <input type="checkbox"/> Commercial Banking | <input type="checkbox"/> Health Insurance | <input type="checkbox"/> Technology |
| <input type="checkbox"/> Insurance | <input type="checkbox"/> Hospitals & Physicians | <input type="checkbox"/> Computers |
| <input type="checkbox"/> Investing | <input type="checkbox"/> Pharmaceuticals | <input type="checkbox"/> Telecommunications |
| <input type="checkbox"/> Investment Banking | <input type="checkbox"/> Other Health Care | <input type="checkbox"/> Other Technology |
| <input type="checkbox"/> Pooled Investment Fund | <input type="checkbox"/> Manufacturing | <input type="checkbox"/> Travel |
| <input type="checkbox"/> Other Banking & Financial Services | <input type="checkbox"/> Real Estate | <input type="checkbox"/> Airlines & Airports |
| <input type="checkbox"/> Business Services | <input type="checkbox"/> Commercial | <input type="checkbox"/> Lodging & Conventions |
| <input type="checkbox"/> Energy | <input type="checkbox"/> Construction | <input type="checkbox"/> Tourism & Travel Services |
| <input type="checkbox"/> Coal Mining | <input checked="" type="checkbox"/> REITS & Finance | <input type="checkbox"/> Other Travel |
| <input type="checkbox"/> Electric Utilities | <input type="checkbox"/> Residential | <input type="checkbox"/> Other |
| <input type="checkbox"/> Energy Conservation | <input type="checkbox"/> Other Real Estate | |
| <input type="checkbox"/> Environmental Services | | |
| <input type="checkbox"/> Oil & Gas | | |
| <input type="checkbox"/> Other Energy | | |

5. Issuer Size

- | | |
|---|---|
| Revenue Range | Aggregate Net Asset Value Range |
| <input type="checkbox"/> No Revenues | <input type="checkbox"/> No Aggregate Net Asset Value |
| <input type="checkbox"/> \$1 - \$1,000,000 | <input type="checkbox"/> \$1 - \$5,000,000 |
| <input type="checkbox"/> \$1,000,001 - \$5,000,000 | <input type="checkbox"/> \$5,000,001 - \$25,000,000 |
| <input type="checkbox"/> \$5,000,001 - \$25,000,000 | <input type="checkbox"/> \$25,000,001 - \$50,000,000 |
| <input type="checkbox"/> \$25,000,001 - \$100,000,000 | <input type="checkbox"/> \$50,000,001 - \$100,000,000 |
| <input type="checkbox"/> Over \$100,000,000 | <input type="checkbox"/> Over \$100,000,000 |
| <input checked="" type="checkbox"/> Decline to Disclose | <input type="checkbox"/> Decline to Disclose |
| <input type="checkbox"/> Not Applicable | <input type="checkbox"/> Not Applicable |

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

- | | |
|--|---|
| <input type="checkbox"/> Rule 504(b)(1) (not (i), (ii) or (iii)) | <input type="checkbox"/> Rule 505 |
| <input type="checkbox"/> Rule 504 (b)(1)(i) | <input checked="" type="checkbox"/> Rule 506 |
| <input type="checkbox"/> Rule 504 (b)(1)(ii) | <input type="checkbox"/> Securities Act Section 4(6) |
| <input type="checkbox"/> Rule 504 (b)(1)(iii) | <input checked="" type="checkbox"/> Investment Company Act Section 3(c) |

- Section 3(c)(1) Section 3(c)(9)
 Section 3(c)(2) Section 3(c)(10)
 Section 3(c)(3) Section 3(c)(11)
 Section 3(c)(4) Section 3(c)(12)
 Section 3(c)(5) Section 3(c)(13)
 Section 3(c)(6) Section 3(c)(14)
 Section 3(c)(7)

7. Type of Filing

- New Notice Date of First Sale [2009-11-04](#) First Sale Yet to Occur
 Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year? Yes No

9. Type(s) of Securities Offered (select all that apply)

- | | |
|--|---|
| <input type="checkbox"/> Pooled Investment Fund Interests | <input checked="" type="checkbox"/> Equity |
| <input type="checkbox"/> Tenant-in-Common Securities | <input type="checkbox"/> Debt |
| <input type="checkbox"/> Mineral Property Securities | <input type="checkbox"/> Option, Warrant or Other Right to Acquire Another Security |
| <input type="checkbox"/> Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security | <input type="checkbox"/> Other (describe) |

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? Yes No

Clarification of Response (if Necessary)

11. Minimum Investment

Minimum investment accepted from any outside investor \$ [25,000](#) USD

12. Sales Compensation

Recipient SANDLAPPER Securities, LLC	Recipient CRD Number <input type="checkbox"/> None 137906	
(Associated) Broker or Dealer <input checked="" type="checkbox"/> None None	(Associated) Broker or Dealer CRD Number <input checked="" type="checkbox"/> None None	
Street Address 1 101 N Main St	Street Address 2 12th Floor	
City Greenville	State/Province/Country SOUTH CAROLINA	ZIP/Postal Code 29601
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

ALABAMA
ALASKA
ARIZONA
ARKANSAS
CALIFORNIA
COLORADO
CONNECTICUT
DELAWARE
DISTRICT OF COLUMBIA
FLORIDA
GEORGIA
IDAHO
ILLINOIS
INDIANA
IOWA
KANSAS
LOUISIANA
MARYLAND
MASSACHUSETTS
MICHIGAN
MINNESOTA
MISSOURI
MONTANA
NEBRASKA
NEVADA
NEW HAMPSHIRE
NEW JERSEY
NEW MEXICO
NEW YORK
NORTH CAROLINA
NORTH DAKOTA
OHIO
OKLAHOMA
OREGON
PENNSYLVANIA
SOUTH CAROLINA
SOUTH DAKOTA
TENNESSEE
TEXAS
UTAH
VIRGINIA
WASHINGTON
WEST VIRGINIA
WISCONSIN
WYOMING

Recipient

Recipient CRD Number None

John Wyatt Boyd

2090782

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

Sandlapper Securities, LLC

137906

Street Address 1

Street Address 2

101 N. Main Street

12th Floor

City

State/Province/Country

ZIP/Postal Code

Greenville

SOUTH CAROLINA

29601

State(s) of Solicitation All States

Foreign/Non-US

SOUTH CAROLINA
TEXAS

Recipient

Recipient CRD Number None

James Marten Lamont

2846228

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

Independent Financial Group, LLC

7717

Street Address 1

Street Address 2

1400 Grant Avenue

#101

City

State/Province/Country

ZIP/Postal Code

Novato

CALIFORNIA

94948

State(s) of Solicitation All States

Foreign/Non-US

CALIFORNIA
IOWA
NEVADA
NORTH CAROLINA
SOUTH CAROLINA

Recipient

Recipient CRD Number None

Gretchen M. Schorr

704073

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

Independent Financial Group, LLC

7717

Street Address 1

Street Address 2

32621 Avenida Lestonnac

City

State/Province/Country

ZIP/Postal Code

Temecula

CALIFORNIA

92590

State(s) of Solicitation All States

Foreign/Non-US

ARIZONA
CALIFORNIA
DELAWARE
MARYLAND
OREGON

Recipient
Toni Lynn Sutherland
(Associated) Broker or Dealer None
Independent Financial Group, LLC
Street Address 1
9055 Soquel Drive
City
Aptos
State(s) of Solicitation All States

Recipient CRD Number None
2729672
(Associated) Broker or Dealer CRD Number None
7717
Street Address 2
Ste #H
State/Province/Country
CALIFORNIA
 Foreign/Non-US

ZIP/Postal Code
95003

- ARIZONA
- CALIFORNIA
- FLORIDA
- HAWAII
- NEW JERSEY
- WASHINGTON

Recipient
Orlando C. Fernandez
(Associated) Broker or Dealer None
SANDLAPPER Securities, LLC
Street Address 1
101 N. Main Street
City
Greenville
State(s) of Solicitation All States

Recipient CRD Number None
1980142
(Associated) Broker or Dealer CRD Number None
137906
Street Address 2
#207
State/Province/Country
SOUTH CAROLINA
 Foreign/Non-US

ZIP/Postal Code
29601

- COLORADO

Recipient
Steven D. Meahan
(Associated) Broker or Dealer None
Pacific West Securities, Inc.
Street Address 1
1547 Palos Verdes
City
Walnut Creek
State(s) of Solicitation All States

Recipient CRD Number None
1234042
(Associated) Broker or Dealer CRD Number None
6390
Street Address 2
STE #406
State/Province/Country
CALIFORNIA
 Foreign/Non-US

ZIP/Postal Code
94597

- CALIFORNIA
- COLORADO

Recipient
Trevor L. Gordon
Recipient CRD Number None
2195122

(Associated) Broker or Dealer None

Sandlapper Securities, LLC

Street Address 1

101 N. Main Street

City

Greenville

State(s) of Solicitation All States

(Associated) Broker or Dealer CRD Number None

137906

Street Address 2

12th Floor

State/Province/Country

SOUTH CAROLINA

Foreign/Non-US

ZIP/Postal Code

29601

ALASKA
ARIZONA
CALIFORNIA
COLORADO
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GEORGIA
ILLINOIS
LOUISIANA
MASSACHUSETTS
MINNESOTA
NEVADA
NEW YORK
NORTH CAROLINA
OHIO
OREGON
SOUTH CAROLINA
TEXAS
UTAH
WASHINGTON
WYOMING

Recipient

Dwight K. Kay

(Associated) Broker or Dealer None

Independent Financial Group

Street Address 1

1717 Palacios Drive

City

Pedro

State(s) of Solicitation All States

Recipient CRD Number None

5376903

(Associated) Broker or Dealer CRD Number None

7717

Street Address 2

State/Province/Country

CALIFORNIA

Foreign/Non-US

ZIP/Postal Code

90732

CALIFORNIA
COLORADO
FLORIDA
KANSAS
NEW YORK

OHIO

Recipient

William M. Swayne

(Associated) Broker or Dealer None

Pacific West Securities

Street Address 1

420 Boylston Avenue E

City

Seattle

State(s) of Solicitation All States

Recipient CRD Number None

440968

(Associated) Broker or Dealer CRD Number None

6390

Street Address 2

State/Province/Country

WASHINGTON

Foreign/Non-US

ZIP/Postal Code

98102

ALASKA

ARIZONA

CALIFORNIA

CONNECTICUT

FLORIDA

HAWAII

IDAHO

ILLINOIS

MAINE

MASSACHUSETTS

MISSOURI

NEW MEXICO

OREGON

SOUTH CAROLINA

TEXAS

WASHINGTON

Recipient

Russell Lynn Bacon

(Associated) Broker or Dealer None

Pacific West Securities

Street Address 1

13303 Manchester Road

City

St. Louis

State(s) of Solicitation All States

Recipient CRD Number None

4542975

(Associated) Broker or Dealer CRD Number None

6390

Street Address 2

State/Province/Country

MISSOURI

Foreign/Non-US

ZIP/Postal Code

63131

FLORIDA

MISSOURI

NEW YORK

Recipient

Joshua D. Swayne

Recipient CRD Number None

4296721

(Associated) Broker or Dealer None

Pacific West Securities

Street Address 1

809 Fairview Place North

City

Seattle

State(s) of Solicitation All States

(Associated) Broker or Dealer CRD Number None

6390

Street Address 2

#130

State/Province/Country

WASHINGTON

Foreign/Non-US

ZIP/Postal Code

98109

- ALASKA
- ARIZONA
- CALIFORNIA
- FLORIDA
- IDAHO
- MISSOURI
- NEW MEXICO
- OREGON
- WASHINGTON

Recipient

George Merhoff

(Associated) Broker or Dealer None

Pacific West Securities

Street Address 1

626 S. 7th Street

City

Klamath Falls

State(s) of Solicitation All States

Recipient CRD Number None

2918171

(Associated) Broker or Dealer CRD Number None

6390

Street Address 2

State/Province/Country

OREGON

Foreign/Non-US

ZIP/Postal Code

97601

- ARIZONA
- CALIFORNIA
- COLORADO
- HAWAII
- IDAHO
- ILLINOIS
- IOWA
- NEVADA
- OREGON
- SOUTH CAROLINA
- SOUTH DAKOTA
- UTAH

Recipient

Billy W. Martin

(Associated) Broker or Dealer None

Recipient CRD Number None

2021424

(Associated) Broker or Dealer CRD Number None

Pacific West Securities, Inc.

6390

Street Address 1

Street Address 2

2027 Broadway

City

State/Province/Country

ZIP/Postal Code

Cape Girardeau

MISSOURI

63701

State(s) of Solicitation All States

Foreign/Non-US

ILLINOIS
MISSOURI
OKLAHOMA
TEXAS

Recipient

Recipient CRD Number None

Jack C. Bixler

22331

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

Sandlapper Securities, LLC

137906

Street Address 1

Street Address 2

101 N. Main Street

STE #1203

City

State/Province/Country

ZIP/Postal Code

Greenville

SOUTH CAROLINA

29601

State(s) of Solicitation All States

Foreign/Non-US

CALIFORNIA
GEORGIA
MASSACHUSETTS
MINNESOTA
OHIO
SOUTH CAROLINA

Recipient

Recipient CRD Number None

Craig W. Hubler

1194371

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

Stephen A. Kohn & Associates, LTD

41067

Street Address 1

Street Address 2

6950 SW Hampton Street

STE #100

City

State/Province/Country

ZIP/Postal Code

Tigard

OREGON

97223-8330

State(s) of Solicitation All States

Foreign/Non-US

CALIFORNIA
CONNECTICUT
OREGON
WASHINGTON

Recipient
Haynes L. Kendall Jr.
(Associated) Broker or Dealer None
Independent Financial Group, LLC
Street Address 1
31461 Rancho Viejo Road
City
San Juan Capistrano
State(s) of Solicitation All States

Recipient CRD Number None
1274737
(Associated) Broker or Dealer CRD Number None
7717
Street Address 2
STE #104
State/Province/Country
CALIFORNIA
 Foreign/Non-US
ZIP/Postal Code
92675

- ARIZONA
- CALIFORNIA
- COLORADO
- MISSOURI
- NEVADA
- OKLAHOMA
- OREGON
- TEXAS
- VIRGINIA

Recipient
Tracy Rae Turner
(Associated) Broker or Dealer None
Colorado Financial Service Corp.
Street Address 1
300 Inverness Way South
City
Centennial
State(s) of Solicitation All States

Recipient CRD Number None
1385745
(Associated) Broker or Dealer CRD Number None
104343
Street Address 2
STE #355
State/Province/Country
COLORADO
 Foreign/Non-US
ZIP/Postal Code
80112

- ARIZONA

Recipient
Robert L. Boggess
(Associated) Broker or Dealer None
Allied Beacon Partners, Inc.
Street Address 1
7501 Boulder View Drive
City
Richmond
State(s) of Solicitation All States

Recipient CRD Number None
5007422
(Associated) Broker or Dealer CRD Number None
46227
Street Address 2
STE #601
State/Province/Country
VIRGINIA
 Foreign/Non-US
ZIP/Postal Code
23225

- CALIFORNIA
- SOUTH CAROLINA

SOUTH DAKOTA
WASHINGTON

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Mark C. Pedersen	1283866	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
SANDLAPPER Securities, LLC	137906	
Street Address 1	Street Address 2	
101 N. Main Street	#1203	
City	State/Province/Country	ZIP/Postal Code
Greenville	SOUTH CAROLINA	29601
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

NORTH CAROLINA

Recipient	Recipient CRD Number <input type="checkbox"/> None	
C. Grant Conness	4778193	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
G.F. Investment Services, LLC	132939	
Street Address 1	Street Address 2	
2740 E. Oakland Pk Blvd.	STE #201	
City	State/Province/Country	ZIP/Postal Code
Fort Lauderdale	FLORIDA	33306
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

CALIFORNIA
COLORADO
FLORIDA
GEORGIA
ILLINOIS
LOUISIANA
MASSACHUSETTS
MICHIGAN
NEW JERSEY
NEW MEXICO
NEW YORK
PENNSYLVANIA
VIRGINIA

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Ryan Omer Smith	4340304	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
DFPG Investments, Inc.	155576	
Street Address 1	Street Address 2	

406 W. South Jordan Parkway

STE #200

City

State/Province/Country

ZIP/Postal Code

South Jordan

UTAH

84095

State(s) of Solicitation All States

Foreign/Non-US

- ALASKA
- CALIFORNIA
- IDAHO
- KENTUCKY
- MISSOURI
- NEVADA
- OKLAHOMA
- UTAH
- WASHINGTON

Recipient

Recipient CRD Number None

Joseph R. Broadbent

3132498

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

DFIG Investments, Inc.

155576

Street Address 1

Street Address 2

406 W. South Jordan Pkwy

#240

City

State/Province/Country

ZIP/Postal Code

South Jordan

UTAH

84095

State(s) of Solicitation All States

Foreign/Non-US

- ALASKA
- CALIFORNIA
- GEORGIA
- MONTANA
- PENNSYLVANIA
- UTAH
- WEST VIRGINIA

Recipient

Recipient CRD Number None

Jung H. Lee

4410932

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

Independent Financial Group, LLC

7717

Street Address 1

Street Address 2

155 NE 100th Street

#403

City

State/Province/Country

ZIP/Postal Code

Seattle

WASHINGTON

98125

State(s) of Solicitation All States

Foreign/Non-US

- ARIZONA
- CALIFORNIA

ILLINOIS
NEW JERSEY
WASHINGTON

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Andrew C. Bolt	1594587	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
Berthel, Fisher & Company Financial Services, Inc.	13609	
Street Address 1	Street Address 2	
133 Indian Lake Road	101	
City	State/Province/Country	ZIP/Postal Code
Hendersonville	TENNESSEE	37075
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

MARYLAND
MISSOURI
TENNESSEE

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Barry W. LeMay	306332	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
Concorde Investment Svcs, LLC	151604	
Street Address 1	Street Address 2	
2542 S. Bascom Avenue	#110	
City	State/Province/Country	ZIP/Postal Code
Campbell	CALIFORNIA	95008
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

ARIZONA
CALIFORNIA
IDAHO
MINNESOTA
OREGON
PENNSYLVANIA
VIRGINIA
WASHINGTON

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Christina S. Nielson	4866971	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
DFPG Investments, Inc.	155576	
Street Address 1	Street Address 2	
349 Gulf Stream Way		
City	State/Province/Country	ZIP/Postal Code

Costa Mesa

CALIFORNIA

92627

State(s) of Solicitation All States

Foreign/Non-US

- ARIZONA
- CALIFORNIA
- MINNESOTA
- OKLAHOMA
- UTAH

Recipient

John P. Harvey JR

Recipient CRD Number None

4227692

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

Allied Beacon Partners, Inc.

46227

Street Address 1

1100 Boulders Park Way

Street Address 2

#600

City

Richmond

State/Province/Country

VIRGINIA

ZIP/Postal Code

23225

State(s) of Solicitation All States

Foreign/Non-US

- CALIFORNIA
- ILLINOIS
- MONTANA
- NEW YORK
- OREGON
- TEXAS
- WASHINGTON

Recipient

James R. Crocker

Recipient CRD Number None

5127548

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

Pacific West Securities

6390

Street Address 1

319 Diablo Road

Street Address 2

#103

City

Danville

State/Province/Country

CALIFORNIA

ZIP/Postal Code

94526

State(s) of Solicitation All States

Foreign/Non-US

- ARIZONA
- CALIFORNIA
- NEW JERSEY
- NEW YORK
- OREGON
- WASHINGTON

Recipient

Recipient CRD Number None

Jerald F. Gunn

2475036

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

Pacific West Securities

6390

Street Address 1

Street Address 2

236 Clara Street

#6

City

State/Province/Country

ZIP/Postal Code

San Francisco

CALIFORNIA

94107

State(s) of Solicitation All States

Foreign/Non-US

CALIFORNIA
FLORIDA

Recipient

Recipient CRD Number None

Joshua C. Koehnen

4551444

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

Independent Financial Group

7717

Street Address 1

Street Address 2

2525 Camino Del Rio S.

#152

City

State/Province/Country

ZIP/Postal Code

San Diego

CALIFORNIA

92108

State(s) of Solicitation All States

Foreign/Non-US

ARIZONA
CALIFORNIA
KENTUCKY
NEVADA
OHIO

Recipient

Recipient CRD Number None

Lawrence B. Miller

4715505

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

Whitehall Parker Securities, Inc.

10608

Street Address 1

Street Address 2

477 Pacific Drive

2nd Floor

City

State/Province/Country

ZIP/Postal Code

San Francisco

CALIFORNIA

94133

State(s) of Solicitation All States

Foreign/Non-US

CALIFORNIA

Recipient

Recipient CRD Number None

Patrick L. Horn

2559951

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

Pacific West Securities

6390

Street Address 1

Street Address 2

7545 Irvine Center Drive

#200

City

State/Province/Country

ZIP/Postal Code

Irvine

CALIFORNIA

92618

State(s) of Solicitation All States

Foreign/Non-US

CALIFORNIA
MASSACHUSETTS
NEBRASKA
NEW JERSEY
OREGON

Recipient

Recipient CRD Number None

Richard J. Zaegel

851991

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

Pacific West Securities

6390

Street Address 1

Street Address 2

1229 S. Laclede Station Rd

City

State/Province/Country

ZIP/Postal Code

Webster Groves

MISSOURI

63119

State(s) of Solicitation All States

Foreign/Non-US

ALASKA
ARIZONA
CALIFORNIA
FLORIDA
GEORGIA
ILLINOIS
KANSAS
MICHIGAN
MISSOURI
TEXAS
VIRGINIA

Recipient

Recipient CRD Number None

Robyn H. Lee

2846656

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

Independent Financial Group

7717

Street Address 1

Street Address 2

1777 Borel Place

#415

City

State/Province/Country

ZIP/Postal Code

San Mateo

CALIFORNIA

94402

State(s) of Solicitation All States

Foreign/Non-US

- CALIFORNIA
- FLORIDA
- NEVADA
- NEW MEXICO
- OREGON
- WASHINGTON

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Michael Gregory Steintal	435071	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
Primex	29394	
Street Address 1	Street Address 2	
45 Knollwood Road	4th Floor	
City	State/Province/Country	ZIP/Postal Code
Elmsford	NEW YORK	10523
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

- ARIZONA
- CALIFORNIA
- COLORADO
- CONNECTICUT
- FLORIDA
- NEVADA
- NEW JERSEY
- NEW MEXICO
- NEW YORK
- NORTH CAROLINA
- PENNSYLVANIA

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Padma Chintapalli	3041617	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
Courtlandt Securities Corp.	137356	
Street Address 1	Street Address 2	
3991 MacArthur Blvd.	#320	
City	State/Province/Country	ZIP/Postal Code
Newport Beach	CALIFORNIA	92660
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

- CALIFORNIA
- COLORADO
- ILLINOIS
- MINNESOTA

Recipient
Kelly H. Clyde
(Associated) Broker or Dealer None
Independent Financial Group, LLC
Street Address 1
4630 Campus Drive
City
Newport Beach
State(s) of Solicitation All States

Recipient CRD Number None
4825839
(Associated) Broker or Dealer CRD Number None
7717
Street Address 2
STE #104
State/Province/Country
CALIFORNIA
 Foreign/Non-US

ZIP/Postal Code
92660

ARIZONA
CALIFORNIA
DISTRICT OF COLUMBIA
FLORIDA
NEW MEXICO
TEXAS
WASHINGTON

Recipient
Johnathan (Jack) R. Creighton
(Associated) Broker or Dealer None
Concorde Investment Services, LLC
Street Address 1
350 Lincoln Street
City
Hingham
State(s) of Solicitation All States

Recipient CRD Number None
1495897
(Associated) Broker or Dealer CRD Number None
151604
Street Address 2
#2400
State/Province/Country
MASSACHUSETTS
 Foreign/Non-US

ZIP/Postal Code
02043

CALIFORNIA
FLORIDA
GEORGIA
MASSACHUSETTS
MISSOURI
NEW JERSEY
NEW YORK
RHODE ISLAND
VERMONT
VIRGINIA

Recipient
Michael D. Hollinsworth
(Associated) Broker or Dealer None
Pacific West Securities
Street Address 1

Recipient CRD Number None
1387904
(Associated) Broker or Dealer CRD Number None
6390
Street Address 2

555 S. Renton Village Place

#700

City
Renton

State/Province/Country
WASHINGTON

ZIP/Postal Code
98057

State(s) of Solicitation All States

Foreign/Non-US

- OREGON
- TEXAS
- WASHINGTON

Recipient

Daniel J. Luke

Recipient CRD Number None

4324353

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

DFPG Investments, Inc.

155576

Street Address 1

406 W. S. Jordan Parkway

Street Address 2

#200

City
S. Jordan

State/Province/Country
UTAH

ZIP/Postal Code
84095

State(s) of Solicitation All States

Foreign/Non-US

- ARIZONA
- CALIFORNIA
- COLORADO
- FLORIDA
- IDAHO
- IOWA
- KENTUCKY
- MISSOURI
- NEVADA
- OHIO
- TEXAS
- UTAH
- WASHINGTON
- WYOMING

Recipient

Michael John Skagen

Recipient CRD Number None

4085157

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number None

Pacific West Securities

6390

Street Address 1

555 S. Renton Village Place

Street Address 2

STE #700

City
Renton

State/Province/Country
WASHINGTON

ZIP/Postal Code
98057

State(s) of Solicitation All States

Foreign/Non-US

- CALIFORNIA

IDAHO
WASHINGTON

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Damian J. Dering	2854253	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
Independent Financial Group	7717	
Street Address 1	Street Address 2	
100 N. Westlake Blvd	STE 203	
City	State/Province/Country	ZIP/Postal Code
Westlake Village	CALIFORNIA	91362
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

ARIZONA
CALIFORNIA
FLORIDA
GEORGIA
TEXAS
WASHINGTON

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Larry G. Burkholder	4002938	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
Independent Financial Group	7717	
Street Address 1	Street Address 2	
100 N. Westlake Blvd.	STE 203	
City	State/Province/Country	ZIP/Postal Code
Westlake Village	CALIFORNIA	91362
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

ARIZONA
CALIFORNIA
WASHINGTON

Recipient	Recipient CRD Number <input type="checkbox"/> None	
David G. Elhoff	855864	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
Independent Financial Group	7717	
Street Address 1	Street Address 2	
5075 Shoreham Place	STE 200	
City	State/Province/Country	ZIP/Postal Code
San Diego	CALIFORNIA	92122
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

ARIZONA
CALIFORNIA
COLORADO
CONNECTICUT
FLORIDA
HAWAII
INDIANA
IOWA
KENTUCKY
LOUISIANA
MARYLAND
MICHIGAN
MONTANA
NEVADA
OHIO
OREGON
SOUTH CAROLINA
SOUTH DAKOTA
TEXAS
UTAH
VIRGINIA
WASHINGTON

Recipient

John E. McKeon

(Associated) Broker or Dealer None

Independent Financial Group, LLC

Street Address 1

1507 172nd St. NE

City

Marysville

State(s) of Solicitation All States

Recipient CRD Number None

5286647

(Associated) Broker or Dealer CRD Number None

7717

Street Address 2

#201

State/Province/Country

WASHINGTON

Foreign/Non-US

ZIP/Postal Code

98271

ARIZONA
CALIFORNIA
COLORADO
FLORIDA
HAWAII
MINNESOTA
MONTANA
NEVADA
NEW YORK
OHIO
SOUTH CAROLINA
WASHINGTON
WISCONSIN

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Ivan Michael West	4921015	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
ARI Financial Services, Inc.	137608	
Street Address 1	Street Address 2	
10740 Nall Avenue	#235	
City	State/Province/Country	ZIP/Postal Code
Overland Park	KANSAS	66211
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

CALIFORNIA
COLORADO
FLORIDA
OREGON
UTAH

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Erik C. Weir	2009973	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
Sandlapper Securities, LLC	137906	
Street Address 1	Street Address 2	
302 N.E. Main Street		
City	State/Province/Country	ZIP/Postal Code
Simpsonville	SOUTH CAROLINA	29681
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

SOUTH CAROLINA

13. Offering and Sales Amounts

Total Offering Amount \$ 25,000,000 USD or Indefinite
Total Amount Sold \$ 21,863,383 USD
Total Remaining to be Sold \$ 3,136,617 USD or Indefinite

Clarification of Response (if Necessary)

14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

15. Sales Commissions & Finders' Fees Expenses

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$ 2,625,000 USD Estimate

Finders' Fees \$ 0 USD Estimate

Clarification of Response (if Necessary)

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$ 250,000 USD Estimate

Clarification of Response (if Necessary)

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that the Issuer is not disqualified from relying on any Regulation D exemption it has identified in Item 6 above for one of the reasons stated in Rule 505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
CRE Strategic Opportunity Fund	Paul M. Aiesi	Paul M. Aiesi	Vice President	2013-01-28

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.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.
