

SECURITIES AND EXCHANGE COMMISSION

FORM SC 13D/A

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities [amend]

Filing Date: **1999-09-10**
SEC Accession No. **0000950134-99-008185**

(HTML Version on secdatabase.com)

SUBJECT COMPANY

ANGELES INCOME PROPERTIES LTD II

CIK: **711642** | IRS No.: **953793526** | State of Incorporation: **CA** | Fiscal Year End: **1231**
Type: **SC 13D/A** | Act: **34** | File No.: **005-53919** | Film No.: **99709584**
SIC: **6500** Real estate

Mailing Address
*1873 SOUTH BELLAIRE
STREET 17TH FLOOR
DENVER CO 80222*

Business Address
*1873 SOUTH BELLAIRE
STREET 17TH FLOOR
DENVER CO 80222
3037578101*

FILED BY

AIMCO PROPERTIES LP

CIK: **926660** | IRS No.: **841275621** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **SC 13D/A**
SIC: **6513** Operators of apartment buildings

Business Address
*1873 SOUTH BELLAIRE
STREET SUITE 1700
DENVER CO 80222-8101
3037578101*

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D
(RULE 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13D-1(A) AND AMENDMENTS THERETO FILED PURSUANT TO
RULE 13d-2(A)

(AMENDMENT NO. 9)
ANGELES INCOME PROPERTIES, LTD. II
(Name of Issuer)

UNITS OF LIMITED PARTNERSHIP INTEREST
(Title of Class of Securities)

NONE
(CUSIP Number)

PATRICK J. FOYE
APARTMENT INVESTMENT AND MANAGEMENT COMPANY
1873 SOUTH BELLAIRE STREET, 17TH FLOOR
DENVER, COLORADO 80222
(303) 757-8101
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

August 26, 1999
(Date of Event Which Requires Filing of This Statement)

COPY TO:

JONATHAN L. FRIEDMAN
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
300 SOUTH GRAND, 34TH FLOOR
LOS ANGELES, CALIFORNIA 90071
(213) 687-5000

If the filing person has previously filed a statement on Schedule 13G to report
the acquisition that is the subject of this Schedule 13D, and is filing this
schedule because of Rule 13d-1(e), 13d-1(f), or 13(d)-1(g), check the following
box. []

(Continued on following pages)

This Statement (the "Statement") constitutes Amendment No. 9 to the Schedule 13D (the "Schedule 13D") originally filed with the Securities and Exchange Commission (the "Commission") on July 6, 1998, by Broad River Properties, L.L.C. ("Broad River"), Insignia Properties, L.P. ("IPLP"), Insignia Properties Trust ("IPT"), Insignia Financial Group, Inc. ("Insignia") and Andrew L. Farkas, as amended by (i) Amendment No. 1, filed with the Commission on August 13, 1998, by Cooper River Properties, L.L.C. ("Cooper Rover"), IPLP, IPT, Insignia and Andrew L. Farkas, (ii) Amendment No. 2, filed with the Commission on September 11, 1998, by Cooper River, IPLP, IPT, Insignia and Andrew L. Farkas, (iii) Amendment No. 3, filed with the commission on September 21, 1998, by Cooper River, IPLP, IPT, Insignia and Andrew L. Farkas, (iv) Amendment No. 4, filed with the commission on October 26, 1998, by Broad River, IPLP, IPT, AIMCO OP, AIMCO-GP, Inc. ("AIMCO-GP") and Apartment Investment and Management Company ("AIMCO"), (v) Amendment No. 5 filed with the Commission on January 22, 1999, by Cooper River, IPLP, IPT, Broad River, AIMCO OP, AIMCO-GP and AIMCO, (vi) Amendment No. 6, filed with the Commission on May 14, 1999, by Cooper River, Broad River, AIMCO/IPT, Inc. ("AIMCO/IPT"), IPLP, AIMCO OP, AIMCO-GP and AIMCO, (vii) Amendment No. 7, filed with the Commission on July 1, 1999 by Cooper River, Broad River, AIMCO/IPT, IPLP, AIMCO OP, AIMCO-GP and AIMCO, and (viii) Amendment No. 8 filed with the Commission on August 6, 1999 by Cooper River, Broad River, AIMCO/IPT, IPLP, AIMCO OP, AIMCO-GP and AIMCO. The item numbers and responses thereto are set forth below in accordance with the requirements of Schedule 13D.

(6) CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO THE SUBJECT COMPANY'S SECURITIES.

In late August, 1999, we agreed, with an unaffiliated third party, to explore the formation of a joint venture with respect to interests in certain properties located in the State of New Jersey. A joint venture operating agreement was signed but was not delivered and is being held in escrow subject to the satisfaction of certain conditions, including, without limitation, mutual due diligence, agreement with respect to the value of interests to be contributed to the venture, negotiation and execution of mutually acceptable definitive documentation for the venture, and the receipt of any and all necessary consents to the venture. No party has any obligation to consummate the venture and each may elect for any reason or no reason not to proceed with the venture. If, however, all parties determine to proceed, and if the other closing conditions are satisfied, it is expected that the joint venture agreement would be released from escrow and become effective on September 15, 1999. The tentative agreement contemplates the formation of a new limited liability company in which (i) our venture partner would contribute its indirect beneficial interests in two apartment complexes located in New Jersey, and (ii) we would contribute our indirect beneficial interests in certain apartment complexes also located in New Jersey, including Deer Creek. Deer Creek Apartments is currently owned by your partnership and would continue to be owned by your partnership even if the New Jersey joint venture were ultimately consummated, as only our indirect interests in the properties (and not the interests of limited partners) would be contributed to the venture.

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(7) MATERIAL TO BE FILED AS EXHIBITS.

- (a) Operating Agreement for CLS-19 Associates LLC. (Exhibit (c) to AIMCO Properties, L.P.'s Amendment No. 1 to Schedule 14D-1/Amendment No. 10 to Schedule 13D relating Angeles Partners XII, dated

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: September 9, 1999

COOPER RIVER PROPERTIES, L.L.C.

By: /s/ Patrick J. Foye

Executive Vice President

BROAD RIVER PROPERTIES, L.L.C.

By: /s/ Patrick J. Foye

Executive Vice President

AIMCO/IPT, INC.

By: /s/ Patrick J. Foye

Executive Vice President

INSIGNIA PROPERTIES, L.P.

By: AIMCO/IPT, INC.
(General Partner)

By: /s/ Patrick J. Foye

Executive Vice President

AIMCO PROPERTIES, L.P.

By: AIMCO-GP, INC.
(General Partner)

By: /s/ Patrick J. Foye

Executive Vice President

AIMCO-GP, INC.

By: /s/ Patrick J. Foye

Executive Vice President

APARTMENT INVESTMENT
AND MANAGEMENT COMPANY

EXHIBIT INDEX

<TABLE>
<CAPTION>
EXHIBIT
NUMBER

DESCRIPTION

<S>

(a)

<C>

Operating Agreement for CLS-19 Associates LLC. (Exhibit (c) to AIMCO Properties, L.P.'s Amendment No. 1 to Schedule 14D-1/Amendment No. 10 to Schedule 13D relating Angeles Partners XII, dated September 7, 1999 as incorporated herein by reference.)

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