

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: **2013-01-09**
SEC Accession No. [0001553864-13-000001](#)

([HTML Version](#) on [secdatabase.com](#))

FILER

Chicagoland Multifamily DST

CIK: [1553864](#) | IRS No.: [806224429](#) | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **D/A** | Act: **33** | File No.: [021-184657](#) | Film No.: **13520787**

Mailing Address

2901 BUTTERFIELD ROAD
OAK BROOK IL 60523

Business Address

2901 BUTTERFIELD ROAD
OAK BROOK IL 60523
630-218-8000

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) [0001553864](#) Previous Name(s) None Entity Type
 Corporation
Name of Issuer [Chicagoland Multifamily DST](#) Limited Partnership
 Limited Liability Company
Jurisdiction of Incorporation/Organization [DELAWARE](#) General Partnership
 Business Trust
Year of Incorporation/Organization Other
[Delaware Statutory Trust](#)
 Over Five Years Ago
 Within Last Five Years (Specify Year) 2012
 Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer [Chicagoland Multifamily DST](#)
Street Address 1 [2901 BUTTERFIELD ROAD](#) Street Address 2
City [OAK BROOK](#) State/Province/Country [ILLINOIS](#) ZIP/Postal Code [60523](#) Phone No. of Issuer [630-218-8000](#)

3. Related Persons

Last Name	First Name	Middle Name
Inland Private	Capital Corporation	
Street Address 1 2901 Butterfield Road	Street Address 2	
City Oak Brook	State/Province/Country ILLINOIS	ZIP/Postal Code 60523

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Chicagoland	Multifamily, L.L.C.	
Street Address 1 2901 Butterfield Road	Street Address 2	
City	State/Province/Country	ZIP/Postal Code

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name	First Name	Middle Name
Chicagoland	Multifamily Exchange, L.L.C.	
Street Address 1 2901 Butterfield Road	Street Address 2	
City Oak Brook	State/Province/Country ILLINOIS	ZIP/Postal Code 60523

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 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 checked="" 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)

- Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 505
 Rule 504 (b)(1)(i) Rule 506
 Rule 504 (b)(1)(ii) Securities Act Section 4(6)
 Rule 504 (b)(1)(iii) 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 [2012-09-13](#) 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)

- Pooled Investment Fund Interests Equity
 Tenant-in-Common Securities Debt
 Mineral Property Securities Option, Warrant or Other Right to Acquire Another Security
 Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security Other (describe)
[Beneficial interests in Delaware Statutory Trust reflecting beneficial interests in real estate.](#)

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	Recipient CRD Number <input type="checkbox"/> None
Inland Securities Corporation	15807
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None
Inland Securities Corporation	15807

Street Address 1
2901 Butterfield Road
City
Oak Brook
State(s) of Solicitation All States

Street Address 2
State/Province/Country
ILLINOIS
 Foreign/Non-US

ZIP/Postal Code
60523

ILLINOIS

Recipient
Chester Ju
(Associated) Broker or Dealer None
McDermott Investment Services, LLC

Recipient CRD Number None
4695963
(Associated) Broker or Dealer CRD Number None
154926

Street Address 1
42 Winter Street
City
Natick
State(s) of Solicitation All States

Street Address 2
State/Province/Country
MASSACHUSETTS
 Foreign/Non-US

ZIP/Postal Code
01760

MASSACHUSETTS

Recipient
Barry W. LeMay
(Associated) Broker or Dealer None
Concorde Investment Services, LLC

Recipient CRD Number None
306332
(Associated) Broker or Dealer CRD Number None
151604

Street Address 1
2542 South Bascom Avenue, Suite 110
City
Campbell
State(s) of Solicitation All States

Street Address 2
State/Province/Country
CALIFORNIA
 Foreign/Non-US

ZIP/Postal Code
95008

CALIFORNIA

Recipient
Tyrone H. Wynfield
(Associated) Broker or Dealer None
Hagen Securities, Inc.

Recipient CRD Number None
1341666
(Associated) Broker or Dealer CRD Number None
27353

Street Address 1
2112 Century Park Lane, Suite 415
City
Los Angeles
State(s) of Solicitation All States

Street Address 2
State/Province/Country
CALIFORNIA
 Foreign/Non-US

ZIP/Postal Code
90067

CALIFORNIA

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Raymond W. Harrison	2287436	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
Proequities, Inc.	15708	
Street Address 1	Street Address 2	
2237 Douglas Boulevard, Suite 120		
City	State/Province/Country	ZIP/Postal Code
Roseville	CALIFORNIA	95661
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

[ALASKA](#)

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Dwight W. Kay	5376903	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
Independent Financial Group, LLC	7717	
Street Address 1	Street Address 2	
1717 Palacious Drive		
City	State/Province/Country	ZIP/Postal Code
San Pedro	CALIFORNIA	90274
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

[CALIFORNIA](#)

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Charles E. Carrick	1330091	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
Proequities, Inc.	15708	
Street Address 1	Street Address 2	
703 Green Valley Drive, Suite 201		
City	State/Province/Country	ZIP/Postal Code
Greensboro	NORTH CAROLINA	27408
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	
Jonathan D. Keller	4344114	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
Sigma Financial Corporation	14303	
Street Address 1	Street Address 2	
3340 A Bee Ridge Road		
City	State/Province/Country	ZIP/Postal Code

Sarasota

FLORIDA

34239

State(s) of Solicitation All States

Foreign/Non-US

FLORIDA

Recipient

William S. Sheehan

(Associated) Broker or Dealer None

Investors Capital Corp.

Street Address 1

2 Orr Hatch Drive

City

Cornwall

State(s) of Solicitation All States

Recipient CRD Number None

2328614

(Associated) Broker or Dealer CRD Number None

30613

Street Address 2

State/Province/Country

NEW YORK

Foreign/Non-US

ZIP/Postal Code

12518

MASSACHUSETTS

NEW JERSEY

Recipient

Shirley J. Ju

(Associated) Broker or Dealer None

McDermott Investment Services, LLC

Street Address 1

42 Winter Street

City

Natick

State(s) of Solicitation All States

Recipient CRD Number None

1612247

(Associated) Broker or Dealer CRD Number None

154926

Street Address 2

State/Province/Country

MASSACHUSETTS

Foreign/Non-US

ZIP/Postal Code

01760

MASSACHUSETTS

Recipient

John S. Weiss

(Associated) Broker or Dealer None

Crown Capital Securities, L.P.

Street Address 1

7541 North Calle Sin Desengano

City

Tucson

State(s) of Solicitation All States

Recipient CRD Number None

1097536

(Associated) Broker or Dealer CRD Number None

6312

Street Address 2

State/Province/Country

ARIZONA

Foreign/Non-US

ZIP/Postal Code

85718

CALIFORNIA

COLORADO

NEW YORK

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Robert J. Binkele	2393598	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
J.P. Turner & Company, L.L.C.	43177	
Street Address 1	Street Address 2	
45110 Club Drive, Suite B		
City	State/Province/Country	ZIP/Postal Code
Indian Wells	CALIFORNIA	92210
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

CALIFORNIA
TEXAS

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Glen E. Kauffman	1364121	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
Proequities, Inc.	15708	
Street Address 1	Street Address 2	
841 Mt. Clinton Pike, Suite A		
City	State/Province/Country	ZIP/Postal Code
Harrisonburg	VIRGINIA	22802
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

VIRGINIA

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Robin T. Naylor	1392433	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
Centaurus Financial, Inc.	30833	
Street Address 1	Street Address 2	
18331 SE 280th Street		
City	State/Province/Country	ZIP/Postal Code
Kent	WASHINGTON	98042
State(s) of Solicitation <input type="checkbox"/> All States	<input type="checkbox"/> Foreign/Non-US	

WASHINGTON

Recipient	Recipient CRD Number <input type="checkbox"/> None	
Kirk D. Dobson	4049865	
(Associated) Broker or Dealer <input type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None	
Ameritas Investment Corp.	14869	
Street Address 1	Street Address 2	
3150 Crow Canyon Place, Suite 200		

City San Ramon State/Province/Country CALIFORNIA ZIP/Postal Code 94583
State(s) of Solicitation All States Foreign/Non-US

CALIFORNIA

Recipient Recipient CRD Number None
Leslie M. Pappas 1735372
(Associated) Broker or Dealer None (Associated) Broker or Dealer CRD Number None
Sandlapper Securities, LLC 1735372
Street Address 1 Street Address 2
555 Bryant Street, Suite 363
City State/Province/Country ZIP/Postal Code
Palo Alto CALIFORNIA 94301
State(s) of Solicitation All States Foreign/Non-US

CALIFORNIA

Recipient Recipient CRD Number None
Michael P. Braddy 3144028
(Associated) Broker or Dealer None (Associated) Broker or Dealer CRD Number None
Berthel, Fisher & Company Financial Services, Inc. 13609
Street Address 1 Street Address 2
2183 Northdale Boulevard, NW
City State/Province/Country ZIP/Postal Code
Minneapolis MINNESOTA 55433
State(s) of Solicitation All States Foreign/Non-US

MINNESOTA

Recipient Recipient CRD Number None
Roger T. Tadsen 1053510
(Associated) Broker or Dealer None (Associated) Broker or Dealer CRD Number None
Northland Securities, Inc. 40258
Street Address 1 Street Address 2
45 South 7th Street, 20th Floor
City State/Province/Country ZIP/Postal Code
Minneapolis MINNESOTA 55402
State(s) of Solicitation All States Foreign/Non-US

CALIFORNIA

Recipient Recipient CRD Number None
Robert R. Tweed 2339324

(Associated) Broker or Dealer None

Concorde Investment Services, LLC

Street Address 1

2060 Huntington Drive, Suite 1

City

San Marino

State(s) of Solicitation All States

(Associated) Broker or Dealer CRD Number None

151604

Street Address 2

State/Province/Country

CALIFORNIA

Foreign/Non-US

ZIP/Postal Code

91108

CALIFORNIA

Recipient

Marcus Berger

(Associated) Broker or Dealer None

Investors Capital Corp.

Street Address 1

1979 Marcus Avenue, Suite 210

City

Lake Success

State(s) of Solicitation All States

Recipient CRD Number None

19136

(Associated) Broker or Dealer CRD Number None

30613

Street Address 2

State/Province/Country

NEW YORK

Foreign/Non-US

ZIP/Postal Code

11042

FLORIDA

Recipient

Noel W. Bragg, Sr.

(Associated) Broker or Dealer None

Newport Coast Securities, Inc.

Street Address 1

6033 Haleola Street

City

Honolulu

State(s) of Solicitation All States

Recipient CRD Number None

1175231

(Associated) Broker or Dealer CRD Number None

16944

Street Address 2

State/Province/Country

HAWAII

Foreign/Non-US

ZIP/Postal Code

96821

HAWAII

13. Offering and Sales Amounts

Total Offering Amount \$ 7,754,945 USD or Indefinite

Total Amount Sold \$ 4,797,249 USD

Total Remaining to be Sold \$ 2,957,696 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 \$ 542,846 USD Estimate

Finders' Fees \$ 0 USD Estimate

Clarification of Response (if Necessary)

This response is based on the assumption that the full amount of the potential sales commissions will be earned and paid.

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.

\$ 844,495 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
Chicagoland Multifamily DST	/s/ Keith Lampi	Keith Lampi	COO of the Member of the Signatory Trustee	2013-01-08

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.
