

Edgar Filing: CNL AMERICAN PROPERTIES FUND INC - Form SC TO-T/A

CNL AMERICAN PROPERTIES FUND INC
Form SC TO-T/A
November 27, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

AMENDMENT NO. 4
TO
SCHEDULE TO

Tender Offer Statement Pursuant to Section 14(d)(1) or 13(e)(1)
of the Securities Exchange Act of 1934

CNL AMERICAN PROPERTIES FUND, INC.
(Name of Subject Company)

SUTTER HOLDING COMPANY, INC.; SUTTER OPPORTUNITY FUND 2, LLC;
SUTTER ACQUISITION FUND, LLC; ROBERT DIXON; AND SUTTER CAPITAL MANAGEMENT, LLC
(Bidders)

COMMON STOCK, PAR VALUE \$.01
(Title of Class of Securities)

NONE
(CUSIP Number of Class of Securities)

Robert Dixon	Copy to:
Sutter Capital Management, LLC	Paul J. Derenthal, Esq.
150 Post Street, Suite 405,	Derenthal & Dannhauser
San Francisco, California 94108	One Post Street, Suite 575
(415) 788-1444	San Francisco, California 94104
	(415) 981-4844

(Name, Address and Telephone Number of
Person Authorized to Receive Notices and
Communications on Behalf of Bidder)

Calculation of Filing Fee

Transaction Valuation*	Amount of Filing Fee
\$15,750,000	\$1,449

* For purposes of calculating the filing fee only. Assumes the purchase of 2,250,000 Shares at a purchase price equal to \$7.00 per Share in cash.

[X] Check box if any part of the fee is offset as provided by Rule 0-11(a)(2) and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

Amount Previously Paid: \$1,449
Form or Registration Number: Schedule TO
Filing Party: Above Bidders
Date Filed: September 23, 2002; November 7, 2002

Edgar Filing: CNL AMERICAN PROPERTIES FUND INC - Form SC TO-T/A

☐ Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

☒ third party tender offer subject to Rule 14d-1.
☐ issuer tender offer subject to Rule 13e-4.
☐ going private transaction subject to Rule 13e-3
☐ amendment to Schedule 13D under Rule 13d-2

Check the following box if the filing is a final amendment reporting the results of the tender offer: ☐

TENDER OFFER

The Schedule TO filed by SUTTER HOLDING COMPANY, INC.; SUTTER OPPORTUNITY FUND 2, LLC; and SUTTER ACQUISITION FUND, LLC on September 23, 2002 is hereby amended as set forth below. Except as amended hereby, all of the terms of the Offer and all disclosure set forth in the Schedule previously filed remain unchanged.

The Expiration Date has been extended to December 10, 2002. As of November 27, 2002, a total of 21,427 Shares had been tendered to the Purchasers and not withdrawn.

The information in the Offer to Purchase, including all schedules and annexes thereto, is hereby expressly incorporated herein by reference in response to all the items of this Statement.

Item 12. Exhibits.

(a) (6) Press Release

SIGNATURES

After due 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: November 27, 2002

SUTTER HOLDING COMPANY, INC.

Edgar Filing: CNL AMERICAN PROPERTIES FUND INC - Form SC TO-T/A

By: /s/ ROBERT DIXON

Robert Dixon, Co-Chief Executive Officer

SUTTER OPPORTUNITY FUND 2, LLC

By SUTTER CAPITAL MANAGEMENT, LLC, Manager

By: /s/ ROBERT DIXON

Robert Dixon, Manager

SUTTER ACQUISITION FUND, LLC,

By SUTTER CAPITAL MANAGEMENT, LLC, Manager

By: /s/ ROBERT DIXON

Robert Dixon, Manager

SUTTER CAPITAL MANAGEMENT, LLC,

By: /s/ ROBERT DIXON

Robert Dixon, Manager

/s/ ROBERT DIXON

Robert Dixon

2

EXHIBIT INDEX

Exhibit	Description	Page
(a) (6)	Press Release	

