

**SECURITIES AND EXCHANGE COMMISSION**

**17 CFR PART 239**

**[RELEASE NO. 33-8871; FILE NO. S7-30-07]**

**RIN 3235-AK02**

**REVISIONS TO FORM S-11 TO PERMIT HISTORICAL INCORPORATION BY REFERENCE**

**AGENCY:** Securities and Exchange Commission.

**ACTION:** Proposed rule.

**SUMMARY:** We are proposing to amend Form S-11, a registration statement used by real estate entities to register offerings under the Securities Act of 1933. The amendments would permit an entity that has filed at least one annual report and that is current in its reporting obligations under the Securities Exchange Act of 1934 to incorporate by reference into Form S-11 information from its previously filed Exchange Act reports and documents. The proposed amendments are identical to amendments to Forms S-1 and F-1 previously adopted by the Commission and effective as of December 1, 2005.

**DATES:** Comments should be received on or before [insert date 30 days after date of publication in the Federal Register].

















































