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

FORM 10 - Q

[Mark One]



**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended September 30, 2003

OR



**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

For the transition period from _____ to _____

Commission File Number: 333-100125 (1933 Act)

**Behringer Harvard Short-Term Opportunity
Fund I LP**

(Exact Name of Registrant as Specified in Its Charter)

Texas

(State or other jurisdiction of incorporation or
organization)

71-0897614

(I.R.S. Employer
Identification No.)

1323 North Stemmons Freeway, Suite 212, Dallas, Texas 75207

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (866) 655-1620

Indicate by check mark whether the Registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the Registrant is an accelerated filer (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

BEHRINGER HARVARD SHORT-TERM OPPORTUNITY FUND I LP
FORM 10-Q
Quarter Ended September 30, 2003

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PART I
FINANCIAL INFORMATION

Item 1. Financial Statements.

Behringer Harvard Short-Term Opportunity Fund I LP
(A Development Stage Texas Partnership)
Condensed Balance Sheets

	<u>September 30, 2003</u>	<u>December 31, 2002</u>
Assets		
Cash and cash equivalents	\$ 1,397,051	\$ 600
Restricted cash	630,587	-
Other assets	10,000	-
Total assets	<u>\$ 2,037,638</u>	<u>\$ 600</u>
Liabilities and partners' equity		
Liabilities		
Due to affiliates	\$ 16,465	\$ -
Accrued liabilities	19,634	-
Subscriptions for limited partnership units	630,587	-
Total liabilities	<u>666,686</u>	<u>-</u>
Partners' capital		
General partners	500	500
Limited partnership units, 11,000,000 units authorized, 159,784 units and 0 units issued and outstanding at September 30, 2003 and December 31, 2002, respectively	1,402,106	100
Deficit accumulated during the development stage	<u>(31,654)</u>	<u>-</u>
Total partners' capital	<u>1,370,952</u>	<u>600</u>
Total liabilities and partners' capital	<u>\$ 2,037,638</u>	<u>\$ 600</u>

See Notes to Condensed Financial Statements.

Behringer Harvard Short-Term Opportunity Fund I LP
(A Development Stage Texas Partnership)
Condensed Statements of Operations

	Three months ended September 30, 2003	Nine months ended September 30, 2003	From inception (September 20, 2002) through September 30, 2003	From inception (September 20, 2002) through September 30, 2002
Total revenues	\$ -	\$ -	\$ -	\$ -
Expenses				
General and administrative	31,654	31,654	31,654	-
Total expenses	31,654	31,654	31,654	-
Other income				
Interest income	-	-	-	-
Total other income	-	-	-	-
Net loss	\$ (31,654)	\$ (31,654)	\$ (31,654)	\$ -

See Notes to Condensed Financial Statements.

Behringer Harvard Short-Term Opportunity Fund I LP
(A Development Stage Texas Partnership)
Condensed Statements of Cash Flows

	Nine months ended September 30, 2003	From inception (September 20, 2002) through September 30, 2002	From inception (September 20, 2002) through September 30, 2003
Cash flows from operating activities			
Net loss	\$ (31,654)	\$ -	\$ (31,654)
Adjustments to reconcile net loss to net cash flows from operating activities			
Change in other assets	(10,000)	-	(10,000)
Change in due to affiliates	16,465	-	16,465
Change in accrued liabilities	19,634	-	19,634
Cash used in operating activities	<u>(5,555)</u>	<u>-</u>	<u>(5,555)</u>
Cash flows from investing activities	<u>-</u>	<u>-</u>	<u>-</u>
Cash flows from financing activities			
General partners' contributions	-	500	500
Limited partners' contributions	1,590,884	100	1,590,984
Offering costs	(188,878)	-	(188,878)
Proceeds from limited partners' subscriptions	630,587	-	630,587
Increase in restricted cash	(630,587)	-	(630,587)
Cash provided by financing activities	<u>1,402,006</u>	<u>600</u>	<u>1,402,606</u>
Net change in cash and cash equivalents	1,396,451	600	1,397,051
Cash and cash equivalents at beginning of period	600	-	-
Cash and cash equivalents at end of period	<u>\$ 1,397,051</u>	<u>\$ 600</u>	<u>\$ 1,397,051</u>

See Notes to Condensed Financial Statements.

Behringer Harvard Short-Term Opportunity Fund I LP
(A Development Stage Texas Partnership)
Notes to Condensed Financial Statements

1. Organization

Behringer Harvard Short-Term Opportunity Fund I LP (the “Partnership”) was formed in Texas on July 30, 2002, by Behringer Harvard Advisors II LP (a “General Partner”), a Texas limited partnership as co-general partner, Robert M. Behringer (also a “General Partner”), an individual, as co-general partner, and Gerald J. Reihsen, III (the “Limited Partner” and collectively with the General Partners, the “Partners”) an individual, as limited partner. The Partnership was funded through capital contributions on September 20, 2002 (date of inception) and is currently publicly offering its limited partnership units pursuant to the Offering defined in Note 2 below. The Partnership intends to use the proceeds from the Offering, after deducting offering expenses, primarily to acquire income-producing properties, including office buildings, shopping centers, business and industrial parks, manufacturing facilities, apartment buildings, warehouses and distribution facilities, in markets with higher volatility, lower barriers to entry and high growth potential. The Partnership may purchase properties that have been constructed and have operating histories, are newly constructed or are under development or construction. The partnership agreement provides that it will continue in existence until the earlier of December 31, 2017 or termination of the Partnership by written consent of all the Partners.

The Partnership is in the development stage and has not begun real estate operations.

Initial Capital Contribution

Upon formation of the Partnership, the two General Partners collectively contributed cash of \$500 and the Limited Partner contributed \$100, respectively, for non-unit investments.

As of September 30, 2003, there were 159,784 limited partnership units issued and outstanding for total gross offering proceeds of \$1,590,884.

Cash Flow Distributions

Net cash distributions, as defined in the partnership agreement of the Partnership, are to be distributed to the Partners as follows:

- a) To the Limited Partners, on a per unit basis, until each of such Limited Partners have received distributions of net cash from operations with respect to such fiscal year, or applicable portion thereof, equal to ten percent (10.0%) per annum of his or her net capital contribution;
- b) Then to the Limited Partners, on a per unit basis, until each Limited Partner has received or has been deemed to have received one hundred percent (100.0%) of his or her net capital contribution; and
- c) Thereafter, eighty-five percent (85.0%) to the Limited Partners, on a per unit basis, and fifteen percent (15.0%) to the General Partners to be apportioned in such percentages as they may from time to time agree upon among themselves.

Other limitations of allocated or received distributions are defined within the partnership agreement.

Income (Loss) Allocations

Net income for each applicable accounting period shall be allocated to the Partners as follows:

- a) To the Partners to the extent of and in proportion to allocations of net loss as noted below; and
- b) Then, so as to cause the capital accounts of all Partners to permit liquidating distributions to be made in the same manner and priority as set forth in the partnership agreement with respect to net cash distributions.

Net loss for each applicable accounting period shall be allocated to the Partners as follows:

- a) To the Partners having positive balances in their capital accounts (in proportion to the aggregate positive balances in all capital accounts) in an amount not to exceed such positive balance as of the last day of the fiscal year; and
- b) Then, eighty-five percent (85.0%) to the Limited Partners and fifteen percent (15.0%) to the General Partners to be apportioned in such percentages as they may from time to time agree upon among themselves.

2. Public Offering

On February 19, 2003, the Partnership's Registration Statement on Form S-11, covering a public offering (the "Offering") of up to 10,000,000 units of limited partnership interest to be offered at a price of \$10 per unit was declared effective under the Securities Act of 1933. The Registration Statement also covers up to 1,000,000 units available pursuant to the Partnership's distribution reinvestment plan at \$10 per unit.

On September 16, 2003, the Partnership satisfied the minimum offering requirement of \$1,500,000 established for its Offering and accepted subscriptions for 159,784 partnership units, from which gross proceeds of \$1,590,884 were distributed to the Partnership. In addition, special escrow accounts have been established for subscriptions from residents of New York, Nebraska and Pennsylvania. The minimum offering requirement of \$2,500,000 for the New York escrow account was satisfied on October 16, 2003 and the Partnership accepted subscriptions from New York residents on that date. The conditions of the Nebraska and Pennsylvania escrow accounts have not been satisfied as of November 10, 2003 and therefore, the Partnership has not accepted subscriptions from residents of these states.

Since the minimum offering requirement has been satisfied, all subsequent subscription proceeds will be held in escrow until investors are admitted as limited partners. The Partnership intends to continue to admit new investors at least monthly. At that time, subscription proceeds may be released to the Partnership from escrow and utilized as consideration for investments and the payment or reimbursement of the dealer manager fee, selling commissions and other organization and offering expenses. Until required for such purposes, net offering proceeds will be held in short-term, liquid investments.

3. Interim Unaudited Financial Information

The accompanying condensed financial statements should be read in conjunction with the Partnership's Registration Statement on Form S-11, as amended, which was filed with the Securities and Exchange Commission ("SEC"). Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles in the United States of America ("GAAP"), have been condensed or omitted in this report on Form 10-Q pursuant to the rules and regulations of the SEC. In the opinion of management, the disclosures contained in this report are adequate to make the information presented not misleading.

The results for the interim period shown in this report are not necessarily indicative of future financial results. The accompanying condensed financial statements of the Partnership as of September 30, 2003 have not been audited by independent accountants. In the opinion of management, the accompanying unaudited condensed financial statements include all adjustments (of a normal recurring nature) necessary to present fairly the financial position of the Partnership as of September 30, 2003 and the results of its operations and cash flows for the periods then ended.

New Accounting Pronouncements

Statement of Financial Accounting Standards (“SFAS”) No. 149, “Amendment of Statement 133 on Derivative Instruments and Hedging Activities” was issued in April 2003 and is effective for contracts entered into or modified after June 30, 2003, and for hedging relationships designated after June 30, 2003. SFAS No. 149 amends and clarifies financial reporting for derivative instruments, including certain derivative instruments embedded in other contracts and for hedging activities under SFAS No. 133, “Accounting for Derivative Instruments and Hedging Activities”. The adoption of SFAS No. 149 did not have a material effect on the financial condition, results of operations, or liquidity of the Partnership.

SFAS No. 150, “Accounting for Certain Financial Instruments with Characteristics of both Liabilities and Equity” was issued in May 2003 and is effective for financial instruments entered into or modified after May 31, 2003, and otherwise is effective at the beginning of the first interim period beginning after June 15, 2003. SFAS No. 150 establishes standards for how an issuer classifies and measures certain financial instruments with characteristics of both liabilities and equity. The Partnership believes adoption of SFAS No. 150 will not have a material effect on the financial condition, results of operations, or liquidity of the Partnership.

FASB Interpretation (“FIN”) No. 46, “Consolidation of Variable Interest Entities” was issued in January 2003 and FASB Staff Position (“FSP”) No. FIN 46-6 “Effective Date of FASB Interpretation No. 46, Consolidation of Variable Interest Entities” was issued in October 2003. This interpretation of Accounting Research Bulletin No. 51, “Consolidated Financial Statements” applies immediately to variable interest entities created after January 31, 2003, and applies to the first interim or annual period ending after December 15, 2003 for entities acquired before February 1, 2003 (as deferred by FSP No. FIN 46-6). This FIN requires the consolidation of results of variable interest entities in which the Partnership is deemed to be the primary beneficiary, as defined. As of September 30, 2003, the Partnership did not own an interest in a variable interest entity and believes adoption of FIN No. 46 will not have a material effect on the financial condition, results of operations, or liquidity of the Partnership. Interests in entities acquired or created after September 30, 2003 will be evaluated based on FIN No. 46 criteria and consolidation of these interests may be required.

4. Summary of Significant Accounting Policies

Below is a discussion of the accounting policies that management considers to be critical in that they may require complex judgment in their application or require estimates about matters that are inherently uncertain.

Use of Estimates in the Preparation of Financial Statements

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

Cash and cash equivalents consist of cash on hand and highly liquid investments purchased with original maturities of three months or less.

Real Estate

As the Partnership commences its operations to acquire real estate, management will continually monitor events and changes in circumstances indicating that the carrying amounts of the real estate assets in which it obtains an ownership interest, either directly or through investments in joint ventures, may not be recoverable. When such events or changes in circumstances are present, the Partnership will assess potential impairment by comparing estimated future undiscounted operating cash flows expected to be generated over the life of the asset and from its eventual disposition, to the carrying value of the asset. In the event that the carrying amount exceeds the estimated future undiscounted operating cash flows, the Partnership will recognize an impairment loss to adjust the carrying amount of the asset to its estimated fair value.

Income Taxes

The Partnership is not a taxpaying entity and, accordingly, records no income taxes. The Partners are individually responsible for reporting their share of the Partnership's taxable income or loss on their income tax returns.

Certain transactions of the Partnership may be subject to accounting methods for income tax purposes which differ from the accounting methods used in preparing these condensed financial statements in accordance with generally accepted accounting principles. Accordingly, the net income or loss of the Partnership and the resulting balances in the Partners' capital accounts reported for income tax purposes may differ from the balances reported for those same items in the accompanying condensed financial statements.

Revenue Recognition

The Partnership will recognize rental income generated from all leases on real estate assets in which it will have an ownership interest, either directly or through investments in joint ventures, on a straight-line basis over the terms of the respective leases unless significant collection problems occur with the lessee, at which time rents will be recognized on a cash basis. Contingent rent will be recognized as revenue after the related lease sales targets are achieved.

Operating Cost Reimbursements

The Partnership will bill tenants for operating cost reimbursements in accordance with the respective lease terms, either directly or through investments in joint ventures, on a monthly basis at amounts estimated largely on actual prior period activity. Such billings will be adjusted on an annual basis as necessary, based on the actual costs incurred during the period and the respective lease terms.

Deferred Project Costs

The Partnership's General Partners will be paid an acquisition and advisory fee of 3.0% of the contract price of each property. In addition, the Partnership will reimburse its General Partners for investment acquisition expenses in an amount of up to 0.5% of the contract price of the Partnership's investments (subject to certain overall limitations described in the Partnership's Registration Statement on Form S-11). Pending such reimbursement, the General Partners will fund all such expenses and the General Partners will bear such expenses

to the extent they exceed 0.5% of the contract price of the Partnership's investments (subject to certain overall limitations described in the Partnership's Registration Statement on Form S-11). As the Partnership invests its capital proceeds, these costs will be capitalized to real estate assets, either directly or through contributions to joint ventures, at an amount up to 3.5% of the contract price of each investment in respect of the acquisition and advisory fee and acquisition expenses and depreciated over the useful lives of the respective real estate assets.

Deferred Offering Costs

The Partnership's General Partners fund, on the Partnership's behalf, all of the organization and offering costs and will be reimbursed for such organization and offering costs up to 2.5% of cumulative offering proceeds raised by the Partnership in its current public offering. Organization and offering costs include items such as legal and accounting fees, marketing, promotional and printing costs, and specifically exclude selling commissions and the dealer manager fee. The Partnership will be required to repay the General Partners, at an amount equal to the lesser of 2.5% of cumulative capital raised or actual costs incurred by third parties less previous reimbursements paid to the General Partners. All offering costs will be recorded as an offset to Partners' capital, and all organization costs will be recorded as an expense when the Partnership becomes liable for the payment of these amounts.

Concentration of Credit Risk

At September 30, 2003, the Partnership had cash and cash equivalents and restricted cash on deposit in two financial institutions in excess of federally insured levels. The Partnership regularly monitors the financial stability of these financial institutions and does not believe it is exposed to any significant credit risk on cash and restricted cash.

5. Related Party Arrangements

The General Partners and certain of their affiliates will receive fees and compensation in connection with the Offering, and the acquisition, management and sale of the assets of the Partnership. Behringer Securities LP ("Behringer Securities"), the affiliated dealer manager, will receive a commission of up to 7.0% of gross offering proceeds before reallocation of commissions earned by participating broker-dealers. Behringer Securities intends to reallocate 100.0% of commissions earned from sales of units by participating broker-dealers to such broker-dealers. In addition, up to 2.5% of gross proceeds will be paid to Behringer Securities as a dealer manager fee. Behringer Securities may reallocate a portion of its dealer manager fee of up to 1.5% of the gross offering proceeds to be paid to such participating broker-dealers as marketing fees, including bona fide conference fees incurred and due diligence expense reimbursement.

All organization and offering expenses (excluding selling commissions and the dealer manager fee) are being funded by the General Partners or their affiliates and may be reimbursed by the Partnership for up to 2.5% of gross offering proceeds. As of September 30, 2003, the General Partners or their affiliates had incurred \$845,688 of organization and offering expenses on behalf of the Partnership, of which \$39,772 has been paid with \$39,448 capitalized against partners' capital and \$324 expensed. The General Partners or their affiliates determine the amount of organization and offering expenses owed to the General Partners and their affiliates based on specific invoice identification as well as an allocation of costs to the Partnership, Behringer Harvard Mid-Term Value Enhancement Fund I LP and Behringer Harvard REIT I, Inc., affiliates of the Partnership, based on anticipated equity size. The General Partners or their affiliates also will receive acquisition and advisory fees of up to 3.0% of the contract purchase price of each property for identifying, reviewing, evaluating, investing in and the purchase, development or construction of real property acquisitions. Any portion of this fee may be deferred and paid in a subsequent year. The General Partners or their affiliates may also receive up to 0.5% of the contract purchase price of each property for reimbursement of expenses related to making such acquisitions.

The Partnership expects to pay HPT Management Services LP, its affiliated property manager, fees for the management and leasing of the Partnership's properties of up to 4.5% of gross revenues, plus separate leasing fees based upon the customary leasing fees applicable to the geographic location of the properties, but in no event will the aggregate of property management and leasing fees paid to affiliates exceed 6.0% of gross revenues. The Partnership will also reimburse HPT Management Services LP for costs and expenses incurred by it on behalf of the Partnership.

The Partnership will pay the General Partners or their affiliates an annual asset management fee of 0.5% of the aggregate asset value. Any portion of the asset management fee may be deferred and paid in a subsequent year.

In connection with the sale of the properties of the Partnership, the Partnership will pay to the General Partners or their affiliates a real estate commission in an amount not exceeding the lesser of: (A) 50.0% of the reasonable, customary and competitive real estate brokerage commissions customarily paid for the sale of a comparable property in light of the size, type and location of the property, or (B) 3.0% of the gross sales price of each property, subordinated to distributions to Limited Partners from the sale proceeds of an amount which, together with prior distributions to the Limited Partners, will equal (1) 100.0% of their capital contributions plus (2) a 10.0% annual cumulative (noncompounded) return of their net capital contributions. Subordinated real estate commissions that are not payable at the date of sale, because Limited Partners have not yet received their required minimum distributions, will be deferred and paid at such time as these subordination conditions have been satisfied.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

The following discussion and analysis should be read in conjunction with the accompanying financial statements of the Partnership and the notes thereto:

Forward-Looking Statements

This section contains forward-looking statements, including discussion and analysis of the Partnership's financial condition, anticipated capital expenditures required to complete projects, amounts of anticipated cash distributions to the Partnership's Partners in the future and other matters. These forward-looking statements are not historical facts but are the intent, belief or current expectations of the Partnership's business and industry. Words such as "anticipates", "expects", "intends", "plans", "believes", "seeks", "estimates" and variations of these words and similar expressions are intended to identify forward-looking statements. These statements are not guarantees of the future performance and are subject to risks, uncertainties and other factors, some of which are beyond the Partnership's control, are difficult to predict and could cause actual results to differ materially from those expressed or forecasted in the forward-looking statements.

Forward-looking statements that were true at the time made may ultimately prove to be incorrect or false. You are cautioned to not place undue reliance on forward-looking statements, which reflect the Partnership's management's view only as of the date of this Form 10-Q. The Partnership undertakes no obligation to update or revise forward-looking statements to reflect changed assumptions, the occurrence of unanticipated events or changes to future operating results. Factors that could cause actual results to differ materially from any forward-looking statements made in this Form 10-Q include changes in general economic conditions, changes in real estate conditions, construction costs which may exceed estimates, construction delays, increases in interest rates, lease-up risks, inability to obtain new tenants upon the expiration of existing leases, and the potential need to fund tenant improvements or other capital expenditures out of operating cash flow. The forward-looking statements should be read in light of these factors and the factors identified in the "Risk Factors" section of the Partnership's Registration Statement on Form S-11 filed with the SEC.

Critical Accounting Policies and Estimates

Below is a discussion of the accounting policies that the Partnership considers to be critical in that they may require complex judgment in their application or require estimates about matters that are inherently uncertain.

Use of Estimates in the Preparation of Financial Statements

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Real Estate

As the Partnership commences its operations to acquire real estate, management will continually monitor events and changes in circumstances indicating that the carrying amounts of the real estate assets in which it obtains an ownership interest, either directly or through investments in joint ventures, may not be recoverable. When such events or changes in circumstances are present, the Partnership will assess potential impairment by comparing estimated future undiscounted operating cash flows expected to be generated over the life of the asset and from its eventual disposition, to the carrying value of the asset. In the event that the carrying amount exceeds the estimated future undiscounted operating cash flows, the Partnership will recognize an impairment loss to adjust the carrying amount of the asset to its estimated fair value.

Revenue Recognition

The Partnership will recognize rental income generated from all leases on real estate assets in which it will have an ownership interest, either directly or through investments in joint ventures, on a straight-line basis over the terms of the respective leases unless significant collection problems occur with the lessee, at which time rents will be recognized on a cash basis. Contingent rent will be recognized as revenue after the related lease sales targets are achieved.

Operating Cost Reimbursements

The Partnership will bill tenants for operating cost reimbursements in accordance with the respective lease terms, either directly or through investments in joint ventures, on a monthly basis at amounts estimated largely on actual prior period activity. Such billings will be adjusted on an annual basis as necessary, based on the actual costs incurred during the period and the respective lease terms.

Deferred Project Costs

The Partnership's General Partners will be paid an acquisition and advisory fee of 3.0% of the contract price of each property. In addition, the Partnership will reimburse its General Partners for investment acquisition expenses in an amount of up to 0.5% of the contract price of the Partnership's investments (subject to certain overall limitations described in the Partnership's Registration Statement on Form S-11). Pending such reimbursement, the General Partners will fund all such expenses and the General Partners will bear such expenses to the extent they exceed 0.5% of the contract price of the Partnership's investments (subject to certain overall limitations described in the Partnership's Registration Statement on Form S-11). As the Partnership invests its capital proceeds, these costs will be capitalized to real estate assets, either directly or through contributions to joint ventures, at an amount up to 3.5% of the contract price of each investment in respect of the acquisition and advisory fee and acquisition expenses and depreciated over the useful lives of the respective real estate assets.

Deferred Offering Costs

The Partnership's General Partners fund, on the Partnership's behalf, all of the organization and offering costs and will be reimbursed for such organization and offering costs up to 2.5% of cumulative offering proceeds raised by the Partnership in its current public offering. Organization and offering costs include items such as legal and accounting fees, marketing, promotional and printing costs, and specifically exclude selling commissions and the dealer manager fee. The Partnership will be required to repay the General Partners, at an amount equal to the lesser of 2.5% of cumulative capital raised or actual costs incurred by third parties less previous reimbursements paid to the General Partners. All offering costs will be recorded as an offset to Partners' capital, and all organization costs will be recorded as an expense when the Partnership becomes liable for the payment of these amounts.

Liquidity and Capital Resources

During the nine months ended September 30, 2003, cash used in operating activities was \$5,555. During September 2003, the Partnership satisfied the minimum offering requirement of \$1,500,000 established for its Offering and accepted subscriptions for 159,784 partnership units, from which gross proceeds of \$1,590,884 were received and offering costs of \$188,878 were paid for net proceeds of \$1,402,006. Until the Partnership acquires income generating investments, it is anticipated that future operating costs will be funded by proceeds from the Partnership's Offering.

The amount of distributions to be paid to the Partners will be determined by the General Partners and is dependent on a number of factors, including funds available for payment of distributions, financial condition and capital expenditure requirements. Operating cash flows are expected to increase as additional properties are added to the Partnership's investment portfolio.

The Partnership's principal demands for funds will be for property acquisitions, either directly or through investment interests, for the payment of operating expenses and distributions. Generally, cash needs for items other than property acquisitions are expected to be met from operations, and cash needs for property acquisitions are expected to be met from the Partnership's current Offering of up to 11,000,000 partnership units at \$10 per unit. However, there may be a delay between the sale of the Partnership's units and its purchase of properties and investment interests, which could result in a delay in the benefits to its Partners, if any, of returns generated from the Partnership's operations. The Partnership expects that at least 84.2% of the money that Partners invest will be used to buy real estate or investment interests and approximately 0.8% of the gross proceeds of the Offering will be set aside as initial working capital reserves for such properties. The remaining 15.0% will be used to pay expenses and fees for selling commissions and dealer manager fees, organization and offering expenses, acquisition and advisory fees and acquisition expenses. The Partnership's General Partners evaluate potential property acquisitions and engage in negotiations with sellers on the Partnership's behalf. Investors should be aware that after a purchase contract is executed that contains specific terms, the property will not be purchased until the successful completion of due diligence and negotiation of final binding agreements. During this period, the Partnership may decide to temporarily invest any unused proceeds from the Offering in certain investments that could yield lower returns than the properties. These lower returns may affect the Partnership's ability to make distributions.

The net proceeds from the Offering will provide funds to enable the Partnership to purchase properties. The Partnership intends to use mortgage indebtedness in the acquisition of its properties with portfolio indebtedness generally not to exceed 75% of asset value. In the event that the Offering is not fully sold, the Partnership's ability to diversify its investments may be diminished.

Results of Operations

As of the date of this Form 10-Q, no significant operations have commenced because the Partnership is in its development stage. The General Partners are not aware of any material trends or uncertainties, other than national economic conditions affecting real estate generally, that may reasonably be expected to have a material impact, favorable or unfavorable, on revenues or income from the acquisition and operations of real properties, other than those referred to in this Form 10-Q and the Partnership's Form S-11.

Inflation

The real estate market has not been affected significantly by inflation in the past several years due to the relatively low inflation rate. However, the Partnership intends to include provisions in the majority of its tenant leases that would help to protect it from the impact of inflation. These provisions include reimbursement billings for common area maintenance charges, real estate tax and insurance reimbursements on a per square foot basis, or in some cases, annual reimbursement of operating expenses above a certain per square foot allowance.

Item 3. Quantitative and Qualitative Disclosures About Market Risk

The Partnership has limited exposure to financial market risks, including changes in interest rates and other relevant market prices. The Partnership does not have any foreign operations and is not exposed to foreign currency fluctuations.

Currently, the Partnership's cash and cash equivalents and restricted cash balances at financial institutions represent the majority of the Partnership's assets. A 10.0% increase or decrease in interest rates would have no material effect on the Partnership's financial position and results of operations.

Item 4. Controls and Procedures

The Chief Executive Officer and Chief Financial Officer of Behringer Harvard Advisors II LP, the Partnership's Co-General Partner have concluded, based on their evaluation as of the period ended September 30, 2003, that the Partnership's disclosure controls and procedures are effective to ensure that information required to be disclosed by the Partnership in the reports filed or submitted by it under the Securities Exchange Act of 1934, as amended, is recorded, processed, summarized and reported within the time period specified in the SEC's rules and forms, and include controls and procedures designed to ensure that information required to be disclosed by the Partnership in such reports is accumulated and communicated to the Partnership's Co-General Partner, including the Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

There were no significant changes in the Partnership's internal controls that could significantly affect these controls subsequent to the date of such evaluation.

PART II OTHER INFORMATION

Item 1. Legal Proceedings

No events occurred during the quarter covered by this report that would require a response to this item.

Item 2. Changes in Securities and Use of Proceeds

On February 19, 2003, the Partnership's Registration Statement on Form S-11, covering a public offering (the "Offering") of up to 10,000,000 units of limited partnership interest to be offered at a price of \$10 per unit was declared effective under the Securities Act of 1933. The Registration Statement also covers up to 1,000,000 units available pursuant to the Partnership's distribution reinvestment plan at \$10 per unit. The Offering is a best efforts continuous offering which terminates no later than February 18, 2005.

As of September 30, 2003, the General Partners or their affiliates had incurred \$885,143 of organization and offering expenses on behalf of the Partnership. The General Partners or their affiliates determine the amount of organization and offering expenses owed to the General Partners and their affiliates based on specific invoice identification as well as an allocation of costs to the Partnership, Behringer Harvard Mid-Term Value Enhancement Fund I LP and Behringer Harvard REIT I, Inc., affiliates of the Partnership, based on maximum offering size.

On September 16, 2003, the Partnership satisfied the minimum offering requirement of \$1,500,000 established for the Offering and accepted subscriptions for 159,784 partnership units, from which gross proceeds of \$1,590,884 were distributed to the Partnership. In addition, special escrow accounts have been established for subscriptions from residents of New York, Nebraska and Pennsylvania. The minimum offering requirement of \$2,500,000 for the New York escrow account was satisfied on October 16, 2003 and the Partnership accepted subscriptions from residents of New York on that date. The conditions of the Nebraska and Pennsylvania escrow accounts have not been satisfied as of November 10, 2003 and therefore, the Partnership has not accepted subscriptions from residents of these states.

Since the minimum offering requirement has been satisfied, subsequent proceeds will be held in escrow until investors are admitted as limited partners. The Partnership intends to continue to admit new investors at least monthly. At that time, subscription proceeds may be released to the Partnership from escrow and utilized as consideration for investments and the payment or reimbursement of the dealer manager fee, selling commissions and other organization and offering expenses. Until required for such purposes, net offering proceeds will be held in short-term, liquid investments.

Through November 10, 2003, the Partnership has accepted subscriptions and issued 326,615 units to investors with gross proceeds of \$3,234,649 distributed to the Partnership. Of the \$3,234,649 distributed to the Partnership, \$197,127 and \$80,866 was paid to Behringer Securities for commissions and dealer manager fees, respectively, and \$80,866 was paid to Behringer Advisors II LP for reimbursement of organization and offering expenses. Behringer Securities reallocated all of the commissions to participating broker-dealers and reallocated \$15,607 of the dealer manager fees to participating broker-dealers as marketing fees, including bona fide conference fees incurred, and due diligence expense reimbursement. Net proceeds to the Partnership as of November 10, 2003 were \$2,875,790 after payment of such fees and expenses.

Item 3. Defaults upon Senior Securities

No events occurred during the quarter covered by this report that would require a response to this item.

Item 4. Submission of Matters to a Vote of Security Holders

No events occurred during the quarter covered by this report that would require a response to this item.

Item 5. Other Information

On September 15, 2003, the Partnership's General Partners and its initial Limited Partner approved the adoption of an amended and restated partnership agreement. The amended and restated partnership agreement contains modifications to the Partnership's original partnership agreement (i) to help ensure that the Partnership's allocations satisfy the requirements for the "fractions rule," (ii) to provide the Partnership with the flexibility to purchase unimproved property to the extent permitted under the NASAA Guidelines, (iii) to clarify that the limitations imposed by the NASAA Guidelines related to the Partnership's borrowing of funds do not apply until the termination of the Offering and (iv) to integrate the revisions to the partnership agreement contained in the first amendment to the partnership agreement, which became effective on June 2, 2003.

Item 6. Exhibits and Reports on Form 8-K

a) Exhibits

Exhibit 31.1 – Certification of Principal Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

Exhibit 31.2 – Certification of Principal Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

Exhibit 32.1 – Certificate of Chief Executive and Financial Officers

b) Reports on Form 8-K

No reports on Form 8-K were filed during the quarter ended September 30, 2003.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Behringer Harvard Short-Term Opportunity Fund
I LP.

By: Behringer Harvard Advisors II LP
Co-General Partner

Dated: November 14, 2003

By: /s/ Gary S. Bresky
Gary S. Bresky
Chief Financial Officer and Treasurer

Index to Exhibits

<u>Exhibit Number</u>	<u>Description</u>
31.1	Certification of Principal Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
31.2	Certification of Principal Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
32.1	Certificate of Chief Executive and Financial Officers

CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER

I, Robert M. Behringer, Chief Executive Officer of the registrant's co-general partner, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Behringer Harvard Short-Term Opportunity Fund I LP;
2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures as of the end of the period covered by this report based on such evaluation; and
 - c) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Dated this 14th day of November, 2003.

/s/ Robert M. Behringer
Robert M. Behringer
Chief Executive Officer

CERTIFICATION OF PRINCIPAL FINANCIAL OFFICER

I, Gary S. Bresky, Chief Financial Officer and Treasurer of the registrant's co-general partner, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Behringer Harvard Short-Term Opportunity Fund I LP;
2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - c) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Dated this 14th day of November, 2003.

/s/ Gary S. Bresky

Gary S. Bresky

Chief Financial Officer and Treasurer

CERTIFICATE OF CHIEF EXECUTIVE AND FINANCIAL OFFICERS

This Certificate is being delivered pursuant to the requirements of Section 1350 of Chapter 63 (Mail Fraud) of Title 18 (Crimes and Criminal Procedures) of the United States Code and shall not be relied on by any person for any other purpose.

The undersigned, who are the Chief Executive Officer and Chief Financial Officer of Behringer Harvard Advisors II LP, the co-general partner of Behringer Harvard Short-Term Opportunity Fund I LP (the "Partnership"), each hereby certify as follows:

The Quarterly Report on Form 10-Q of the Partnership (the "Report"), which accompanies this Certificate, fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, and all information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Partnership.

Dated this 14th day of November, 2003.

/s/ Robert M. Behringer
Robert M. Behringer, Chief Executive Officer

/s/ Gary S. Bresky
Gary S. Bresky, Chief Financial Officer and Treasurer

A signed original of this written statement required by Section 906 of the Sarbanes-Oxley Act of 2002 has been provided to the registrant and will be retained by the registrant and furnished to the Securities and Exchange Commission or its staff upon request.