

# SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 10-Q

Quarterly Report Under Section 13 or 15(d)  
of the Securities Exchange Act of 1934

For Quarter Ended September 30, 2005 Commission file number 0-11578

AMERICAN REPUBLIC REALTY FUND I

(Exact name of registrant as specified in its charter)

WISCONSIN  
(State or other jurisdiction of  
incorporation or organization)

39-1421936  
(IRS Employer  
Identification Number)

2800 N. Dallas Pkwy Suite 100  
Plano, Texas 75093-5994

(Address of principal executive offices)

Registrant's telephone number, including area code: (972) 836-8000.

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: Y No:           

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Exchange Act).

Yes:            No: N

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes:            No: N

REGISTRANT IS A LIMITED PARTNERSHIP

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### Part I

#### Item 1. Financial Statements

The following Unaudited financial statements are filed herewith:

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The statements, insofar as they relate to the period subsequent to December 31, 2004, are Unaudited.

PART 1. FINANCIAL INFORMATION

**Item 1. Financial Statements**

**AMERICAN REPUBLIC REALTY FUND I**

**Condensed Consolidated Balance Sheets**

	<b>September 30 2005 (Unaudited)</b>	December 31, 2004
<b>ASSETS</b>		
Real Estate assets, at cost		
Land	<b>\$1,822,718</b>	\$1,822,718
Buildings and improvements	<b>16,258,276</b>	16,164,861
	<b>18,080,994</b>	17,987,579
Less: Accumulated depreciation	<b>(14,234,447)</b>	<b>(13,739,447)</b>
Real Estate, net	<b>3,846,547</b>	4,248,132
Cash including cash investments	<b>189,473</b>	353,871
Escrow deposits	<b>534,235</b>	452,842
Prepaid Expenses	<b>79,674</b>	48,020
Deferred Financing Fees	<b>40,149</b>	57,357
<b>TOTAL ASSETS</b>	<b><u>\$4,690,078</u></b>	<b><u>\$5,160,222</u></b>
<b>LIABILITIES AND PARTNERS' EQUITY:</b>		
<b>LIABILITIES</b>		
Mortgage and notes payable	<b>\$9,796,544</b>	\$9,918,658
Amounts due affiliates	<b>3,029</b>	1,256
Real estate taxes payable	<b>209,727</b>	0
Security deposits	<b>68,879</b>	66,196
Accounts payable & accrued expenses	<b>138,542</b>	312,974
Total liabilities	<b><u>10,216,721</u></b>	<u>10,299,084</u>
<b>PARTNERS CAPITAL (DEFICIT)</b>		
Limited Partners	<b>(5,555,664)</b>	<b>(5,171,762)</b>
General Partner	<b>29,021</b>	<b>32,900</b>
Total Partners Capital (Deficit)	<b><u>(5,526,643)</u></b>	<b><u>(5,138,862)</u></b>
<b>TOTAL LIABILITIES AND PARTNER DEFICIT</b>	<b><u>\$4,690,078</u></b>	<b><u>\$5,160,222</u></b>

**AMERICAN REPUBLIC REALTY FUND I**  
**Condensed Consolidated Statement of Operations**  
**(Unaudited)**

	Three Months Ended September 30,		Nine Months Ended September 30,	
	<u>2005</u>	<u>2004</u>	<u>2005</u>	<u>2004</u>
<b>REVENUES</b>				
Rental income	631,776	593,423	1,849,549	1,806,424
Other property	23,989	24,092	60,599	56,135
<b>Total revenues</b>	<b>655,765</b>	<b>617,515</b>	<b>1,910,148</b>	<b>1,862,559</b>
<b>EXPENSES</b>				
Salaries & wages	92,627	96,724	260,733	257,213
Maintenance & repairs	67,191	72,463	190,503	167,450
Utilities	56,432	57,549	176,730	161,466
Real estate taxes	69,016	72,549	203,314	223,047
General administrative	31,929	34,813	86,370	83,722
Contract services	29,747	26,412	88,023	82,483
Insurance	35,143	35,338	101,919	100,703
Interest	193,430	196,564	582,695	591,508
Depreciation and amortization	170,735	170,735	512,207	512,207
Property management fees (a)	32,758	30,876	95,435	93,128
<b>Total expenses</b>	<b>779,008</b>	<b>794,023</b>	<b>2,297,929</b>	<b>2,272,927</b>
<b>Net Income</b>	<b>(\$123,243)</b>	<b>(\$176,508)</b>	<b>(\$387,781)</b>	<b>(\$410,368)</b>
<b>NET INCOME PER UNIT</b>	<b>\$ (11.09)</b>	<b>\$ (15.89)</b>	<b>\$ (34.90)</b>	<b>\$ (36.93)</b>

See Notes to Condensed Consolidated Financial Statements

**AMERICAN REPUBLIC REALTY FUND I**  
**Condensed Consolidated Statement of Cash Flows**  
See Notes to Condensed Consolidated Financial Statements  
Unaudited

	Nine Months Ended September 30,	
	<u>2005</u>	<u>2004</u>
<b>CASH FLOWS FROM OPERATING ACTIVITY</b>		
Net income (loss)	(\$387,781)	(\$410,368)
Adjustments to reconcile net income (loss) to net cash provided by operating activities:		
Depreciation and amortization	512,208	512,207
Net Effect of changes in operating accounts		
Escrow deposits	(81,393)	20,593
Prepaid expenses	(31,654)	(48,648)
Accrued real estate taxes	209,727	223,047
Security deposits	2,683	(4,543)
Accounts payable	(174,432)	(193,756)
Net cash provided by (used for) operating activities	<u>49,358</u>	<u>98,532</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Investment in Real Estate	(93,415)	0
Net cash used by investing activities	<u>(93,415)</u>	<u>0</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Repayment of mortgage notes payable	(122,114)	(112,895)
Distributions to limited partners	0	0
Proceeds from amounts due affiliates	1,773	(2,375)
Net cash used for financing activities	<u>(120,341)</u>	<u>(115,270)</u>
<b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(164,398)</b>	<b>(16,738)</b>
<b>CASH AND CASH EQUIVALENTS, BEGINNING OF PERIOD</b>	<b>353,871</b>	<b>435,304</b>
<b>CASH AND CASH EQUIVALENTS, END OF PERIOD</b>	<b><u>\$189,473</u></b>	<b><u>\$418,566</u></b>

**Basis of Presentation:**

The accompanying unaudited condensed consolidated financial statements have been prepared by American Republic Realty Fund I (the "Company") pursuant to the rules and regulations of the Securities and Exchange Commission. The financial statements reflect all adjustments that are, in the opinion of management, necessary to fairly present such information. All such adjustments are of a normal recurring nature. Although the Company believes that the disclosures are adequate to make the information presented not misleading, certain information and footnote disclosures, including a description of significant accounting policies normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America, have been condensed or omitted pursuant to such rules and regulations.

These financial statements should be read in conjunction with the financial statements and notes thereto included in the Company's 2004 Annual Report on Form 10-K filed with the Securities and Exchange Commission. The results of operations for interim periods are not necessarily indicative of the results for any subsequent quarter or the entire fiscal year ending December 31, 2005.

## **Item 2. RESULTS OF OPERATIONS AND MANAGERMENTS DISCUSSION AND ANALYSIS** **OF FINANCIAL CONDITION**

At September 30, 2005 the Partnership owned two properties with approximately 416,623 net rentable square feet. Both properties are apartment communities. The portfolio had an average occupancy of 89.9% for the third quarter of 2005, as compared to 84.2% for the third quarter of 2004.

### **FIRST NINE MONTHS 2005 COMPARED TO FIRST NINE MONTHS 2004**

**Revenue from property operations** increased \$47,589, or 2.56%, for the first nine months of 2005, as compared to the 2004-first nine months. The increase in rental income of \$43,125 or 2.39% is primarily due to a increase in occupancy. The increase in other income of \$4,464 or 7.95% is primarily due to an increase in Late and other fee collections from the properties. The following table illustrates the components:

	<b><u>Increase (Decrease)</u></b>	<b><u>Percent Change</u></b>
Rental income	43,125	2.39%
Other property	4,464	7.95%
<b>Net Increase (Decrease)</b>	<b>47,589</b>	<b>2.56%</b>

**Property operating expenses** increased \$25,002 or 1.10%, for the first nine months of 2005, as compared to the same period in 2004. Maintenance & repairs increased \$23,053 or 13.77% due to exterior painting. Utilities increased \$15,264 or 9.45% due to higher gas prices. Real estate taxes decreased \$19,733 or 8.85% due to successful property assessment appeals. The following table illustrates the components by category:

	<b><u>Increase (Decrease)</u></b>	
Salaries & wages	3,520	1.37%
Maintenance & repairs	23,053	13.77%
Utilities	15,264	9.45%
Real estate taxes	(19,733)	8.85%
General administrative	2,648	3.16%
Contract services	5,540	6.72%
Insurance	1,216	1.21%
Interest	(8,813)	1.49%
Depreciation and amortization	0	0.00%
Property management fees (a)	2,307	2.48%
<b>Net Increase (Decrease)</b>	<b>25,002</b>	<b>1.10%</b>

### **THIRD QUARTER 2005 COMPARED TO THIRD QUARTER 2004**

**Revenue from property operations** increased \$38,353, or 6.19%, for the third quarter of 2005, as compared to the 2004-third quarter. The increase in rental income of \$38,353 or 6.46% is primarily due to a increase in occupancy. The decrease in other income of \$103 or 0.43% is primarily due to an decrease in Late and other fee collections from the properties. The following table illustrates the components:

	<b><u>Increase (Decrease)</u></b>	<b><u>Percent Change</u></b>
Rental income	38,353	6.46%
Other property	<u>(103)</u>	<u>0.43%</u>
<b>Net Increase (Decrease)</b>	<b><u>38,250</u></b>	<b><u>6.19%</u></b>

**Property operating expenses** decreased \$15,015 or 1.89%, for the third quarter of 2005, as compared to the same period in 2004. Contract service increased \$3,335 or 12.63% due to increased pest control and rubbish expense. Real estate taxes decreased \$3,533 or 4.87% due to successful property assessment appeals. General and administrative increased \$2,884 or 8.28% primarily due to decreased legal expenses. The following table illustrates the components by category:

	<b><u>Increase (Decrease)</u></b>	<b><u>Percent Change</u></b>
Salaries & wages	(4,097)	4.24%
Maintenance & repairs	(5,272)	7.28%
Utilities	(1,117)	1.94%
Real estate taxes	(3,533)	4.87%
General administrative	(2,884)	8.28%
Contract services	3,335	12.63%
Insurance	(195)	0.55%
Interest	(3,134)	1.59%
Depreciation and amortization	0	0.00%
Property management fees (a)	<u>1,882</u>	<u>6.10%</u>
<b>Net Increase (Decrease)</b>	<b><u>(15,015)</u></b>	<b><u>1.89%</u></b>

## **LIQUIDITY AND CAPITAL RESOURCES**

While it is the General Partners primary intention to operate and manage the existing real estate investments, the General Partner also continually evaluates this investment in light of current economic conditions and trends to determine if this asset should be considered for disposal. At this time, there is no plan to dispose of either property.

As of September 30, 2005, the Partnership had \$189,473 in cash and cash equivalents as compared to \$353,871 as of December 31, 2004. The net decrease in cash of \$164,398 is principally due to cash used for operating activities.

Each asset of the fund refinanced its debt during July 1997. The fund retired debt with a face value of \$6,500,000 and replaced with debt of \$10,800,000. The new mortgages in the amounts of \$4,000,000, \$6,800,000 carry interest rates of 7.8% and 7.92% respectively. The notes come due August 2007. The Partnerships required principal payments due under the stated terms of the Partnerships mortgage notes payable are \$164,442, \$177,870, and \$9,576,345 for each of the next three years.

For the foreseeable future, the Partnership anticipates that mortgage principal payments (excluding any balloon mortgage payments), improvements and capital expenditures will be funded by net cash from operations. The primary source of capital to fund future Partnership acquisitions and balloon mortgage payments will be proceeds from the sale, financing or refinancing of the Properties.

### **Item 3 – Quantitative and Qualitative Disclosure about Market Risk**

The Partnership is exposed to interest rate changes primarily as a result of its real estate mortgages. The Partnerships interest rate risk management objective is to limit the impact of interest rate changes on earnings and cash flows and to lower it's overall borrowing costs. To achieve its objectives, the Partnership borrows primarily at fixed rates. The Partnership does not enter into derivative or interest rate transactions for any purpose.

The Partnerships' activities do not contain material risk due to changes in general market conditions. The partnership invests only in fully insured bank certificates of deposits, and mutual funds investing in United States treasury obligations.

### **Item 4 - Controls and Procedures**

Based on their most recent evaluation, which was completed within 90 days of the filing of this Form 10-Q, our Acting Principal Executive Officer and Chief Financial Officer, believe our disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) are effective. There were not any significant changes in internal controls or in other factors that could significantly affect these controls subsequent to the date of their evaluation, and there has not been any corrective action with regard to significant deficiencies and material weaknesses.



## Part II. Other Information

- Item 1. Legal Proceedings  
None
- Item 2. Changes in Securities  
None
- Item 3. Defaults Upon Senior Securities  
None
- Item 4. Submission of Matters to a Vote of Security Holders  
None
- Item 5. Other Information  
None
- Item 6. Exhibit  
(A)The following documents are filed herewith or incorporated herein by reference as indicated as Exhibits:

### Exhibit Designation

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### Document Description

Certificate of Limited partnership, as amended, incorporated by reference to Registration Statement No.2-81074 effective May 2, 1983.

Limited Partnership Agreement, incorporated by reference to Registration Statement No.2-81074effective May 2,1983.

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Not Applicable

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Not Applicable

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Not Applicable

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Not Applicable

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Not Applicable

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Not Applicable

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Not Applicable

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Power of Attorney, incorporated by reference to Registration Statement No. 2-81074 effective May 2, 1983.

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None

31.1

Certification Pursuant to Rules 13a-14 and 15d-14 Under the Securities Exchange Act of 1934, as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002, filed herewith.

32.1

Certification Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, filed herewith.

## **SIGNATURES**

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.

AMERICAN REPUBLIC REALTY FUND I  
a Wisconsin limited partnership

By: /s/ Robert J. Werra  
Robert J. Werra,  
General Partner

Date: November 2, 2005

## **Exhibit 31.1**

### **CERTIFICATION PURSUANT TO RULES 13a-14 AND 15d-14 UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I Robert J. Werra, Acting Principal Executive Officer and Chief Financial Officer of American Republic Realty Fund I (“the Company”), certify that:

1. I have reviewed this quarterly report on Form 10-Q of the Company;
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. I am responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the Company and have:
  - a. designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under my supervision, to ensure that material information relating to the company and its consolidated subsidiaries is made known to me by others within those entities, particularly for the periods presented in this quarterly report;
  - b. designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under my supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.
  - c. evaluated the effectiveness of the Companys disclosure controls and procedures and presented in this report my 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

**CERTIFICATION PURSUANT TO RULES 13a-14 AND 15d-14 UNDER  
THE SECURITIES EXCHANGE ACT OF 1934, AS ADOPTED PURSUANT TO  
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 - continued**

- d. disclosed in this report any change in the Companys internal control over financial reporting that occurred during the Companys most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the Companys internal control over financial reporting; and
- 5. I have disclosed based on my most recent evaluation of internal control over financial reporting, to the Companys auditors and Audit Committee of the Board of Directors (or persons fulfilling the equivalent function):
  - 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 Companys ability to record, process, summarize, and report financial data; and
  - b. any fraud, whether or not material, that involves management or other employees who have a significant role in the Companys internal control over financial reporting.

/s/ Robert J. Werra

Robert J. Werra  
Acting Principal Executive Officer and Chief Financial Officer  
November 2, 2005

## **Exhibit 32.1**

**CERTIFICATION PURSUANT TO  
18 U.S.C. SECTION 1350,  
AS ADOPTED PURSUANT TO  
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Quarterly Report of American Republic Realty Fund I (“the Company”) on Form 10-Q for the period ending September 30, 2005 as filed with the Securities and Exchange Commission on the date hereof (“the Report”), I, Robert J. Werra, Acting Principal Executive Officer and Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. 1350, as adopted pursuant to 906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Robert J. Werra

Robert J. Werra  
Acting Principal Executive Officer and Chief Financial Officer  
November 2, 2005