

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

OMB APPROVAL
OMB Number: 3235-0076
Expires: April 30, 2008
Estimated average burden
hours per response 16

FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

SEC USE ONLY
Prefix Serial
DATE RECEIVED

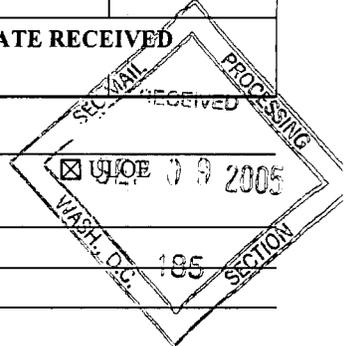
1338420

Name of Offering (check if this is an amendment and name has changed, and indicate change.)

Tenant in common interests in DFW East & West office buildings

Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6)

Type of Filing: New Filing Amendment



A. BASIC IDENTIFICATION DATA

1. Enter the information requested about the issuer:

Name of Issuer: (check if this is an amendment and name has changed, and indicate change.)

ARI - DFW East & West, L.P.

Address of Executive Offices (Number and Street, City, State, Zip Code)
27432 Calle Arroyo, San Juan Capistrano, CA 92675

Telephone Number (Including Area Code)
949-481-6738

Address of Principal Business Operations (Number and Street, City, State, Zip Code)
(if different from Executive Offices)

Telephone Number (Including Area Code)

Brief Description of Business: Acquire and operate an interest in DFW East and DFW West office buildings in Irving and Bedford, Texas, respectively, and offer and sell tenant in common interests in such property.

Type of Business Organization

corporation limited partnership, already formed other (please specify): limited liability company, already formed
business trust limited partnership, to be formed

Actual or Estimated Date of Incorporation or Organization: Month Year Actual Estimated
0 7 0 5

Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State:

CN for Canada: FN for other foreign jurisdiction) D E



GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et. seq. or 15 U.S.C. 77d(6).
When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by the United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington D.C. 20549.

Copies Required: Five (5) Copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

PROCESSED

SEP 12 2005

THOMSON FINANCIAL

A. BASIC IDENTIFICATION DATA

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

ARI - DFW, LLC

Business or Residence Address (Number and Street, City, State, Zip Code)

27432 Calle Arroyo, San Juan Capistrano, CA 92675

Check Box(es) that Apply Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Gee, Richard

Business or Residence Address (Number and Street, City, State, Zip Code)

27432 Calle Arroyo, San Juan Capistrano, CA 92675

Check Box(es) that Apply Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Snodgrass, Timothy E.

Business or Residence Address (Number and Street, City, State, Zip Code)

27432 Calle Arroyo, San Juan Capistrano, CA 92675

Check Box(es) that Apply Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Argus Realty Investors, L.P.

Business or Residence Address (Number and Street, City, State, Zip Code)

27432 Calle Arroyo, San Juan Capistrano, CA 92675

Check Box(es) that Apply Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

B. INFORMATION ABOUT OFFERING

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? Yes No

Answer also in Appendix, Column 2, if filing under ULOE.

2. What is the minimum investment that will be accepted from any individual? \$ 262,500
 (Issuer reserves the right to sell fractional tenant in common interests.) Yes No

3. Does the offering permit joint ownership of a single unit?

4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.

Full Name (Last name first, if individual)

Bax, David Paul

Business or Residence Address (Number and Street, City, State, Zip Code)

6144 W. Sahara Avenue, Las Vegas, NV 89146

Name of Associated Broker or Dealer

Capital Growth Resources

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) All States

[AL]	[AK]	[AZ]	[AR]	[CA]XX	[CO]	[CT]XX	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]XX	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]XX	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]XX	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

One Renton Place, 55 S. Renton Village Place, Suite 700, Renton, WA 98055

Name of Associated Broker or Dealer

Pacific West Securities, Inc.

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) All States

[AL]	[AK]XX	[AZ]XX	[AR]	[CA]XX	[CO]XX	[CT]XX	[DE]	[DC]	[FL]XX	[GA]XX	[HI]XX	[ID]XX
[IL]XX	[IN]XX	[IA]	[KS]XX	[KY]	[LA]	[ME]	[MD]XX	[MA]	[MI]XX	[MN]XX	[MS]XX	[MO]X
[MT]XX	[NE]XX	[NV]XX	[NH]XX	[NJ]XX	[NM]	[NY]	[NC]	[ND]	[OH]XX	[OK]XX	[OR]XX	[PA]
[RI]	[SC]XX	[SD]	[TN]XX	[TX]XX	[UT]XX	[VT]	[VA]XX	[WA]XX	[WV]	[WI]XX	[WY]	[PR]

Full Name (Last name first, if individual)

Lau, John

Business or Residence Address (Number and Street, City, State, Zip Code)

181 2nd Avenue, Suite 600, San Mateo, CA 94401

Name of Associated Broker or Dealer

NEXT Financial Group, Inc.

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) All States

[AL]	[AK]	[AZ]	[AR]XX	[CA]XX	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]XX	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]XX	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]XX	[WV]	[WI]	[WY]	[PR]

(Use blank sheet, or copy and use additional copies of this sheet, as necessary)

B. INFORMATION ABOUT OFFERING

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? Yes No

Answer also in Appendix, Column 2, if filing under ULOE.

2. What is the minimum investment that will be accepted from any individual? \$ 262,500
 (Issuer reserves the right to sell fractional tenant in common interests.) Yes No
 3. Does the offering permit joint ownership of a single unit?

4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.

Full Name (Last name first, if individual)
Thompson, Craig

Business or Residence Address (Number and Street, City, State, Zip Code)
5075 Shoreham Place #200, San Diego, CA 92122

Name of Associated Broker or Dealer
Independent Financial Group, LLC

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)..... All States
 [AL] [AK] [AZ] [AR] [CA]XX [CO]XX [CT] [DE] [DC] [FL] [GA] [HI] [ID]
 [IL] [IN] [IA] [KS] [KY] [LA]XX [ME] [MD] [MA] [MI] [MN] [MS] [MO]
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 [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA]XX [WV] [WI] [WY] [PR]

Full Name (Last name first, if individual)
Tweed, Robert

Business or Residence Address (Number and Street, City, State, Zip Code)
2060 Huntington Drive, Suite 1, San Marino, CA 91108

Name of Associated Broker or Dealer
United Securities Alliance, Inc.

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)..... All States
 [AL] [AK] [AZ]XX [AR] [CA]XX [CO] [CT] [DE] [DC] [FL] [GA] [HI]XX [ID]
 [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN]XX [MS] [MO]
 [MT] [NE] [NV]XX [NH] [NJ]XX [NM] [NY] [NC] [ND] [OH] [OK] [OR]XX [PA]
 [RI] [SC] [SD] [TN] [TX]XX [UT]XX [VT] [VA] [WA] [WV] [WI] [WY] [PR]

Full Name (Last name first, if individual)
Nagle, James

Business or Residence Address (Number and Street, City, State, Zip Code)
24221 Calle De Le Louisa, Laguna Hills, CA 92653

Name of Associated Broker or Dealer
Empire Securities Corporation

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)..... All States
 [AL] [AK] [AZ] [AR] [CA]XX [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]
 [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]
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 [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]

(Use blank sheet, or copy and use additional copies of this sheet, as necessary)

B. INFORMATION ABOUT OFFERING

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? Yes No

Answer also in Appendix, Column 2, if filing under ULOE.

2. What is the minimum investment that will be accepted from any individual? \$ 262,500
 (Issuer reserves the right to sell fractional tenant in common interests.) Yes No

3. Does the offering permit joint ownership of a single unit?.....

4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.

Full Name (Last name first, if individual)

Daigneault, Joseph

Business or Residence Address (Number and Street, City, State, Zip Code)

338 Elm Street, Suite 201, PO Box 1941, Biddeford, ME 04005

Name of Associated Broker or Dealer

Investors Capital Corporation

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)..... All States

[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]XX	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]XX	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]XX	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)..... All States

[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
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[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)..... All States

[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

(Use blank sheet, or copy and use additional copies of this sheet, as necessary)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero". If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Aggregate Offering Price	Amount Already Sold
Debt.....	\$ _____	\$ _____
Equity.....	\$ _____	\$ _____
<input type="checkbox"/> Common <input type="checkbox"/> Preferred		
Convertible Securities (including warrants).....	\$ _____	\$ _____
Partnership Interests.....	\$ _____	\$ _____
Other (Specify Tenant in Common Interests)	\$6,250,000	\$ 4,632,744
Total	\$6,250,000	\$ 4,632,744

Answer also in Appendix, Column 3, if filing under ULOE.

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero".

	Number Investors	Aggregate Dollar Amount of Purchases
Accredited Investors.....	<u>16</u>	<u>\$ 4,632,744</u>
Non-accredited Investors.....	<u>-0-</u>	<u>\$ -0-</u>
Total (for filings under Rule 504 only)	<u> </u>	<u>\$ </u>

Answer also in Appendix, Column 4, if filing under ULOE.

3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.

Type of Offering	Type of Security	Dollar Amount Sold
Rule 505.....	_____	\$ _____
Regulation A.....	_____	\$ _____
Rule 504.....	_____	\$ _____
Total	_____	\$ _____

4a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Transfer Agent's Fees.....	<input type="checkbox"/>	\$ _____
Printing and Engraving Costs.....	<input type="checkbox"/>	\$ _____
Legal Fees.....	<input type="checkbox"/>	\$ _____
Accounting Fees.....	<input type="checkbox"/>	\$ _____
Engineering Fees.....	<input type="checkbox"/>	\$ _____
Sales commissions (specify finders' fees separately).....	<input checked="" type="checkbox"/>	<u>\$ 469,000</u>
Other Expenses (identify) Marketing Allowance, Due Diligence Allowance and other Offering Expenses	<input checked="" type="checkbox"/>	<u>\$ 338,000</u>
Total	<input checked="" type="checkbox"/>	<u>\$ 807,000</u>

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

- b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer." \$ 5,443,000
5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C- Question 4.b above.

		Payments to Officers, Directors, & Affiliates	Payments To Others
Salaries and fees	<input checked="" type="checkbox"/>	\$ <u>165,500</u>	\$ _____
Purchase of real estate	<input checked="" type="checkbox"/>	\$ _____	\$ <u>4,996,125</u>
Purchase, rental or leasing and installation of machinery and equipment.....	<input type="checkbox"/>	\$ _____	\$ _____
Construction or leasing of plant buildings and facilities.....	<input type="checkbox"/>	\$ _____	\$ _____
Acquisition of other business (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	<input type="checkbox"/>	\$ _____	\$ _____
Repayment of indebtedness	<input type="checkbox"/>	\$ _____	\$ _____
Working capital (Reserves).....	<input checked="" type="checkbox"/>	\$ _____	\$ _____
Other (specify):			
Loan Fees and Lender's Legal Fees	<input checked="" type="checkbox"/>	\$ _____	\$ <u>143,500</u>
Carrying Costs and Closing Costs	<input checked="" type="checkbox"/>	\$ _____	\$ <u>137,875</u>
Column Totals	<input checked="" type="checkbox"/>	\$ <u>165,500</u>	\$ <u>5,277,500</u>
Total Payments Listed (column totals added)			<input checked="" type="checkbox"/> \$ <u>5,443,000</u>

D. FEDERAL SIGNATURES

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type) ARI - DFW East & West, L.P.	Signature 	Date 8-11-05
Name of Signer (Print or Type) Richard Gee	Title of Signer (Print or Type) Chief Executive Officer of ARI - DFW, LLC, its general partner	

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

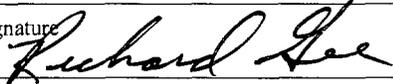
E. STATE SIGNATURE

1. Is any party described in 17 CFR 230.252(c), (d), (e) or (f) presently subject to any of the disqualification provisions of such rule? Yes No

See Appendix, Column 5, for state response.

2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239.500) at such times as required by state law.
3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type) ARI – DFW East & West, L.P.	Signature 	Date 8-11-05
Name (Print or Type) Richard Gee	Title (Print or Type) Chief Executive Officer of ARI - DFW, LLC, its general partner	

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1 State	2 Intend to sell to non-accredited investors in State .		3 Type of security and aggregate offering price offered in State \$6,250,000 in Tenant in Common Interests ("Interests")	4 Type of Investor and amount purchased in State				5 Disqualification under State ULOE (if yes, attach explanation of waiver granted)	
	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL		X	Interests - \$6,250,000						X
AK		X	Interests - \$6,250,000						X
AZ		X	Interests - \$6,250,000	1	350,000				X
AR		X	Interests - \$6,250,000						X
CA		X	Interests - \$6,250,000	8	2,174,744				X
CO		X	Interests - \$6,250,000						X
CT		X	Interests - \$6,250,000						X
DE		X	Interests - \$6,250,000						X
DC		X	Interests - \$6,250,000						X
FL		X	Interests - \$6,250,000						X
GA		X	Interests - \$6,250,000						X
HI		X	Interests - \$6,250,000						X
ID		X	Interests - \$6,250,000						X
IL		X	Interests - \$6,250,000						X
IN		X	Interests - \$6,250,000						X
IA		X	Interests - \$6,250,000						X
KS		X	Interests - \$6,250,000						X
KY		X	Interests - \$6,250,000						X
LA		X	Interests - \$6,250,000						X
ME		X	Interests - \$6,250,000	1	412,500				X
MD		X	Interests - \$6,250,000						X
MA		X	Interests - \$6,250,000						X
MI		X	Interests - \$6,250,000						X
MN		X	Interests - \$6,250,000						X
MS		X	Interests - \$6,250,000						X
MO		X	Interests - \$6,250,000						X
MT		X	Interests - \$6,250,000						X
NE		X	Interests - \$6,250,000						X
NV		X	Interests - \$6,250,000	1	300,000				X
NH		X	Interests - \$6,250,000						X
NJ		X	Interests - \$6,250,000						X
NM		X	Interests - \$6,250,000						X

APPENDIX

1 State	2 Intend to sell to non-accredited investors in State .		3 Type of security and aggregate offering price offered in State	4 Type of Investor and amount purchased in State				5 Disqualification under State ULOE (if yes, attach explanation of waiver granted)	
	Yes	No		\$6,250,000 in Tenant in Common Interests ("Interests")	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes
NY									X
NC		X	Interests - \$6,250,000						X
ND		X	Interests - \$6,250,000						X
OH		X	Interests - \$6,250,000						X
OK		X	Interests - \$6,250,000						X
OR		X	Interests - \$6,250,000	2	601,000				X
PA		X	Interests - \$6,250,000						X
RI		X	Interests - \$6,250,000						X
SC		X	Interests - \$6,250,000						X
SD		X	Interests - \$6,250,000						X
TN		X	Interests - \$6,250,000						X
TX		X	Interests - \$6,250,000						X
UT		X	Interests - \$6,250,000						X
VT		X	Interests - \$6,250,000						X
VA		X	Interests - \$6,250,000						X
WA		X	Interests - \$6,250,000	3	794,500				X
WV		X	Interests - \$6,250,000						X
WI		X	Interests - \$6,250,000						X
WY		X	Interests - \$6,250,000						
PR									

Form U-2 Uniform Consent to Service of Process

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned **ARI – DFW East & West, L.P.**, a limited partnership organized under the laws of DELAWARE for purposes of complying with the laws of the States indicated hereunder relating to either the registration or sale of securities, hereby irrevocably appoints the officers of the States so designated hereunder and their successors in such offices, its attorney in those States so designated upon whom may be served any notice, process or pleading in any action or proceeding against it arising out of, or in connection with, the sale of securities or out of violation of the aforesaid laws of the States so designated; and the undersigned does hereby consent that any such action or proceeding against it may be commenced in any court of competent jurisdiction and proper venue within the States so designated hereunder by service of process upon the officers so designated with the same effect as if the undersigned was organized or created under the laws of that State and have been served lawfully with process in that State.

It is requested that a copy of any notice, process or pleading served hereunder be mailed to:

Richard Gee
Argus Realty Investors, L.P.
27432 Calle Arroyo
San Juan Capistrano, CA 92675

Place an "X" before the names of all the States for which the person executing this form is appointing the designated Officer of each State as its attorney in that State for receipt of service of process:

<u>X</u> ALABAMA	Secretary of State	<u>X</u> DELAWARE	Securities Commissioner
<u>X</u> ALASKA	Administrator of the Division of Banking and Corporations, Department of Commerce and Economic Development	<u>X</u> DISTRICT OF COLUMBIA	Public Service Commission
*** ARIZONA	Arizona does not require filing a Consent to Service of Process	<u>X</u> FLORIDA	Department of Banking and Finance
		<u>X</u> GEORGIA	Commissioner of Securities
		___ GUAM	Administrator, Department of Finance
<u>X</u> ARKANSAS	The Securities Commissioner	<u>X</u> HAWAII	Commissioner of Securities
<u>X</u> CALIFORNIA	Commissioner of Corporations	<u>X</u> IDAHO	Director, Department of Finance
*** COLORADO	Colorado does not require filing a Consent to Service of Process	*** ILLINOIS	Illinois does not require filing a Consent to Service of Process
<u>X</u> CONNECTICUT	Banking Commissioner	<u>X</u> INDIANA	Secretary of State

<u>X</u> IOWA	Commissioner of Insurance	<u>X</u> NORTH DAKOTA	Securities Commissioner
*** KANSAS	Kansas does not require filing a Consent to Service of Process	<u>X</u> OHIO	Secretary of State
<u>X</u> KENTUCKY	Director, Division of Securities	*** OREGON	Oregon does not require filing a Consent to Service of Process
<u>X</u> LOUISIANA	Commission of Securities	<u>X</u> OKLAHOMA	Securities Administrator
<u>X</u> MAINE	Administrator, Securities Division	*** PENNSYLVANIA	Pennsylvania does not require filing a Consent to Service of Process
<u>X</u> MARYLAND	Commissioner of the Division of Securities	___ PUERTO RICO	Commissioner of Financial Institutions
<u>X</u> MASSACHUSETTS	Secretary of State	<u>X</u> RHODE ISLAND	Director of Business Regulation
<u>X</u> MICHIGAN	Administrator, Corporation and Securities Bureau, Department of Commerce	<u>X</u> SOUTH CAROLINA	Office of Attorney General
<u>X</u> MINNESOTA	Commissioner of Commerce	<u>X</u> SOUTH DAKOTA	Director of the Division of Securities
<u>X</u> MISSISSIPPI	Secretary of State	<u>X</u> TENNESSEE	Commissioner of Commerce and Insurance
<u>X</u> MISSOURI	Commissioner of Securities	<u>X</u> TEXAS	Securities Commissioner
<u>X</u> MONTANA	State Auditor and Commissioner of Insurance	<u>X</u> UTAH	Director, Division of Securities
<u>X</u> NEBRASKA	Director of Banking and Finance	<u>X</u> VERMONT	Commissioner of Banking, Insurance, Securities and Health Care Administration
<u>X</u> NEVADA	Secretary of State	<u>X</u> VIRGINIA	Clerk, State Corporation Commission
<u>X</u> NEW HAMPSHIRE	Secretary of State	<u>X</u> WASHINGTON	Director Department of Financial Institutions
<u>X</u> NEW JERSEY	Chief, Securities Bureau	<u>X</u> WEST VIRGINIA	Commissioner of Securities
<u>X</u> NEW MEXICO	Director, Securities Division	*** WISCONSIN	Wisconsin does not require filing of a Consent to Service of Process
___ NEW YORK	Secretary of State	<u>X</u> WYOMING	Secretary of State
<u>X</u> NORTH CAROLINA	Secretary of State		

Dated this 11 day of August, 2005

By: ARI - DFW East & West, L.P.,
a Delaware limited partnership

By: ARI - DFW, LLC,
a Delaware limited liability company,
its general partner

By: Richard Gee
Richard Gee, Chief Executive Officer

