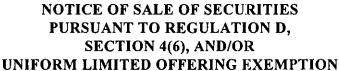
FORM D

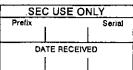
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549





1405725

OMB APPROVAL					
OMB Number:	3235-0076				
Expires:					
Estimated average burden					
hours per response16.00					



Name of Offering (
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) ULQE Type of Filing: New Filing Amendment
A. BASIC IDENTIFICATION DATA
Enter the information requested about the issuer
Name of Issuer (check if this is an amendment and name has changed, and indicate change.)
/an Buren Estates Partners, L.P.
Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code)
846 Portola Road, Suite J, Portola Valley, CA 94028 (650) 365-9673 550
Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Mumber (Including Area Code) (if different from Executive Offices) same as executive offices
Brief Description of Business
Real estate investment
Type of Business Organization corporation
Actual or Estimated Date of Incorporation or Organization: 0 6 0 7 Actual Estimated Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: CN for Canada; FN for other foreign jurisdiction) CA 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.0 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 of which it is due, on the date it was mailed by 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 chang 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 to 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 sale 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 sha 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 predictated on the

		A. BASIC ID	ENTIFICATION DATA		
2. Enter the information re	quested for the fol	lowing:			
 Each promoter of the 	he issuer, if the iss	uer has been organized w	vithin the past five years;		
 Each beneficial own 	ner having the pow	er to vote or dispose, or di	rect the vote or disposition	of, 10% or more of a	class of equity securities of the issuer.
 Each executive offi 	cer and director of	f corporate issuers and of	corporate general and mar	naging partners of pa	artnership issuers; and
 Each general and n 	nanaging partner of	f partnership issuers.			•
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, it Van Buren Estates, L.L.C					
Business or Residence Address 846 Portola Road, Suite	='	Street, City, State, Zip Co., CA 94028	ode)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, in	f individual)	····		· · · · · · · · · · · · · · · · · · ·	
Van Buren Estates II, L.L	.C.				
Business or Residence Addres 846 Portola Road, Suite J	•	•	ode)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i Lodato, Thomas E. (LLC	· · · · · · · · · · · · · · · · · · ·				
Business or Residence Addre	ss (Number and	Street, City, State, Zip C	ode)		
846 Portola Road, Suite J	, Portola Valley,	CA 94028			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)		,		
Skade, Henry (LLC Mana	ger)			•	
Business or Residence Addre 846 Portola Road, Suite		· · · · · · · · · · · · · · · · · · ·	ode)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)	,			
Business or Residence Addre	ss (Number and	Street, City, State, Zip C	ode)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director .	General and/or Managing Partner
Full Name (Last name first, i	f individual)				
Business or Residence Addre	ss (Number and	Street, City, State, Zip C	ode)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)				
Business or Residence Addre	ess (Number and	Street, City, State, Zip C	Code)		
	(Use bla	nk sheet or conv and use	additional conies of this	sheet as necessary)	

B. INFORMATION ABOUT OFFERING													
							Yes	No					
1.	1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?									☑			
2	Answer also in Appendix, Column 2, if filing under ULOE. 2. What is the minimum investment that will be accepted from any individual?								\$100,000.00*				
۷.	2. What is the minimum investment that will be accepted from any individual? *The General Partners may, in their discretion, accept less than the minimum investment.								Yes	No			
3.													
4.	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.												
=			<u> </u>		informati	on for that	broker or o	iealer only					
Fu.	I Name (I	Last name	first, if indi	vidual)	_			•					
Bu	siness or l	Residence	Address (N	umber and	l Street, Ci	ty, State, Z	ip Code)						
_			`		· · · · · · · · · · · · · · · · · · ·								
Na	me of Ass	ociated Br	oker or Dea	aler									
Sta	tes in Wh	ich Person	Listed Has	Solicited	or Intends	to Solicit I	Purchasers				 	· <u> </u>	
	(Check	"All States	or check	individual	States)		•••••					☐ A1	States
	AL	ĀK	AZ	AR	CA	CO	CT	DE	DC	FL	[GA]	HI	[D]
	IL	IN	ĪA	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
Fu	ll Name (I	Last name	first, if indi	ividual)									
Bu	siness or	Residence	: Address (N	Number an	d Street, C	ity, State, 2	Zip Code)						
Name of Associated Broker or Dealer									····				
144	ine of Ass	sociated Di	oker or ber	aici									
Sta			Listed Has										
	(Check	"All States	s" or check	individual	States)			•••••			······································	All States	
	AL	AK	AZ	AR	CA	co	CT	DE	DC	FL	GA	HI	1D
	IL	IN	ĪA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
	MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	<u>OK</u>	OR	PA
	RI	SC	[SD]	TN]	TX	[UT]	VT	VA	WA	WV	WI)	WY	PR
Fu	II Name (Last name	first, if indi	ividual)									
Bu	siness or	Residence	Address (1	Number an	d Street, C	ity, State,	Zip Code)						
					,		,				,		
Na	me of As	sociated B	roker or De	aler		• .							
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers													
(Check "All States" or check individual States)							l States						
	AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID
	IL	IN	ĪA	KS	KY	· LA	ME	MD	MA	MI	MN	MS	MO
	MT)	NE ISC		NH)	[NJ]	NM)	NY) VT	NC VA	ND WA	(ÖH) (₩∇)	OK)	OR WY	PA PR
	RI	SC	SD	TN	TX	UT	VT	VA	WA	\overline{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

	sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, chec this box and indicate in the columns below the amounts of the securities offered for exchange and indicate in the columns below the amounts of the securities offered for exchange and indicate in the columns below the amounts of the securities of the secu		
•	already exchanged. Type of Security	Aggregate Offering Price	Amount Already Sold
	Debt	\$ 0.00	s ^{0.00}
	Equity		\$ 0.00
	Common Preferred		
	Convertible Securities (including warrants)		\$_0.00
	Partnership Interests	. \$_10,300,000.00	\$ 10,300,000.00
	Other (Specify)	. \$ <u>N/A</u>	\$
	Total	<u>\$ 10,300,000.00</u>	\$_10,300,000.00
	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 the 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 the purchases on the total lines. Enter "0" if answer is "none" or "zero."	e	A4
	A considered Years and	Number Investors 66	Aggregate Dollar Amount of Purchases \$ 10,300,000.00
	Accredited Investors		\$ N/A
	Non-accredited Investors		
-	Total (for filings under Rule 504 only)	. <u>N/A</u>	\$_N/A
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
	Type of Offering Rule 505	Security	
		Security N/A	Sold \$_N/A \$_N/A
	Rule 505	Security N/A N/A	Sold \$_N/A
	Rule 505	Security N/A N/A N/A	Sold \$_N/A \$_N/A
4	Rule 505 Regulation A Rule 504	Security N/A N/A N/A N/A C	Sold \$ N/A \$ N/A \$ N/A \$ N/A \$ N/A
4	Rule 505 Regulation A Rule 504 Total a. 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 insure The information may be given as subject to future contingencies. If the amount of an expenditure	Security N/A N/A N/A N/A N/A Solution	Sold \$ N/A \$ N/A \$ N/A \$ N/A \$ N/A \$ N/A
4	Rule 505 Regulation A Rule 504 Total a. 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 insure The information may be given as subject to future contingencies. If the amount of an expenditure not known, furnish an estimate and check the box to the left of the estimate.	Security N/A N/A N/A N/A N/A Sc Sc Sc Sc N/A	Sold \$ N/A \$ N/A \$ N/A \$ N/A \$ N/A \$ 0.00 \$ 0.00
4	Regulation A Rule 504 Total a. Furnish a statement of all expenses in connection with the issuance and distribution of th securities in this offering. Exclude amounts relating solely to organization expenses of the insure The information may be given as subject to future contingencies. If the amount of an expenditure not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees	Security N/A N/A N/A N/A Solution N/A N/A N/A O O O O O O O O O O O O O	Sold \$ N/A \$ N/A \$ N/A \$ N/A \$ N/A \$ N/A
4	Rule 505 Regulation A Rule 504 Total a. 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 insure. The information may be given as subject to future contingencies. If the amount of an expenditure not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees Printing and Engraving Costs.	Security N/A N/A	\$ 0.00 \$ 0.00 \$ 0.00
4	Rule 505 Regulation A Rule 504 Total a. Furnish a statement of all expenses in connection with the issuance and distribution of th securities in this offering. Exclude amounts relating solely to organization expenses of the insure The information may be given as subject to future contingencies. If the amount of an expenditure not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees Printing and Engraving Costs Legal Fees	Security N/A N/A	Sold \$ N/A \$ N/A \$ N/A \$ N/A \$ N/A \$ 0.00 \$ 0.00 \$ 25,000.00
4	Rule 505 Regulation A Rule 504 Total a. 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 insure. The information may be given as subject to future contingencies. If the amount of an expenditure not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees Printing and Engraving Costs Legal Fees Accounting Fees	Security N/A N/A N/A N/A N/A C T T T T T T T T T T T T	Sold \$ N/A \$ N/A \$ N/A \$ N/A \$ N/A \$ 0.00 \$ 0.00 \$ 25,000.00 \$ 0.00
4	Rule 505 Regulation A Rule 504 Total a. Furnish a statement of all expenses in connection with the issuance and distribution of th securities in this offering. Exclude amounts relating solely to organization expenses of the insure The information may be given as subject to future contingencies. If the amount of an expenditure not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees Printing and Engraving Costs Legal Fees Accounting Fees Engineering Fees	Security N/A N/A N/A N/A N/A C I I I I I I I I I I I I	Sold \$ N/A \$ N/A \$ N/A \$ N/A \$ N/A \$ N/A \$ 0.00 \$ 0.00 \$ 25,000.00 \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00

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."	§_10,270,000.00			
Indicate below the amount of the adjusted gross proceed 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	\$ <u>0.00</u>	_ \$ 0.00
Purchase of real estate		\$ 0.00
Purchase, rental or leasing and installation of machinery and equipment		Z \$ 0.00
Construction or leasing of plant buildings and facilities		<u>Ø</u> \$ <u>0.00</u>
Acquisition of other businesses (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)		\$ 0.00 \$ \$ 0.00
Working capital		<u> </u>
Other (specify):	\$_0.00	∑ \$ 0.00
		Z \$ 0.00
Column Totals		S 10,270,000.00
Total Payments Listed (column totals added)		0,270,000.00

D. FEDERAL SIGNATURE

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)	Signature 5 Van de 1	Date /
Van Buren Estates Partners, L.P.	72/Valto	8/24/07
Name of Signer (Print or Type)	Title of Signer (Print or Type)	?
Thomas E. Lodato	Manager of Van Buren Estates, L.L.C	C., a General Partner of the Issuer

- ATTENTION -

15 m		E STATE SIGNATURE					
1.	Is any party described in 17 CFR 230.262 provisions of such rule?	esently subject to any of the disqualification	Yes	No ☑			
	· See	Appendix, Column 5, for state response.					
2.	The undersigned issuer hereby undertakes to for D (17 CFR 239.500) at such times as require	urnish to any state administrator of any state in which this notice is fi d by state law.	led a no	tice on Form			
3.	3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by t issuer to offerees.						
4.		suer is familiar with the conditions that must be satisfied to be entaged in which this notice is filed and understands that the issuer clair ing that these conditions have been satisfied.					
	er has read this notification and knows the conte horized person.	ents to be true and has duly caused this notice to be signed on its behal	f by the	undersigned			
•	Print or Type) en Estates Partners, L.P.	Signature 2 Walto Date 8/24	107				
Name (I	rint or Type)	Title (Print or Type)					

Manager of Van Buren Estates, L.L.C., a General Partner of the Issuer

Instruction:

Thomas E. Lodato

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 2 4 1 3 Disqualification under State ULOE Type of security (if yes, attach Intend to sell and aggregate Type of investor and to non-accredited offering price explanation of offered in state amount purchased in State waiver granted) investors in State (Part C-Item 2) (Part E-Item 1) (Part C-Item 1) (Part B-Item 1) Limited Number of Number of Partnership Non-Accredited Accredited Interests Investors **Investors** No State Yes No Amount Amount Yes AL AK ΑZ AR CA 10,300,000.00 60 \$9,650,000.00 10,300,000.00 CO 1 \$100,000.00 CT DE DC FLGA Ш ID ΙL IN ΙA KS KY LA ME MD \$100,000.00 1 MA 10,300,000.00 ΜI MN MS

APPENDIX 2 5 1 3 Disqualification Type of security under State ULOE and aggregate (if yes, attach Intend to sell to non-accredited offering price Type of investor and explanation of investors in State offered in state amount purchased in State waiver granted) (Part B-Item 1) (Part C-Item 1) (Part C-Item 2) (Part E-Item 1) Limited Number of Number of Non-Accredited Partnership Accredited Interests Investors **Investors** Yes No State Yes No Amount Amount MO MT NE 10,300,000.00 1 NV \$150,000.00 NH NJ NM NY NC ND ОН OK 10,300,000.00 2 \$200,000.00 OR PA RI SCSD TN TX UT VT VA10,300,000.00 1 \$100,000.00 WA wv ΨI

APPENDIX 5 2 4 1 Disqualification under State ULOE Type of security (if yes, attach Intend to sell and aggregate Type of investor and explanation of to non-accredited offering price offered in state amount purchased in State waiver granted) investors in State (Part E-Item 1) (Part C-Item 2) (Part B-Item 1) (Part C-Item 1) Number of Limited Number of Partnership Accredited Non-Accredited Investors Investors Amount Yes No State Yes No Interests Amount WY PR

Offshore

