Sunstone Hotel Investors, Inc.

Form 4/A

October 27, 2009

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL OMB** 

3235-0287 Number: January 31, Expires:

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Check this box if no longer subject to Section 16. Form 4 or Form 5

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

1. Name and A Cruse Kenne	2. Issuer Name <b>and</b> Ticker or Trading Symbol						5. Relationship of Reporting Person(s) to Issuer					
			Sunstone Hotel Investors, Inc. [SHO]						(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)					Director		Owner		
903 CALLE AMANECER, SUITE 100			09/10/2009						X Officer (give title Other (specify below)			
Fi			Filed(Mor	4. If Amendment, Date Original Filed(Month/Day/Year) 09/11/2009					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _Form filed by More than One Reporting			
	,						Person					
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							ly Owned				
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execution	emed on Date, if Day/Year)	Code (Instr.	8)	4. Securit on(A) or Dis (Instr. 3, 4	sposed 4 and 3 (A) or	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	09/10/2009			Code	V	Amount 19,439	(D)	Price \$ 6.79	11,915 <u>(1)</u>	I	Family Trust	
Common Stock	09/11/2009			S		6,700	D	\$ 6.89	5,215 (2) (4)	I	Family Trust	
Common Stock	09/11/2009			P		6,700	A	\$ 6.93	150,965 (3) (4)	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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#### number.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date		Amour	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr. :	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date	Expiration Date		or Name la sur		
						Exercisable			Title Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)			,	Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Cruse Kenneth Edward 903 CALLE AMANECER SUITE 100 SAN CLEMENTE, CA 92673

Chief Financial Officer

## **Signatures**

/s/ Kenneth E. Cruse 10/27/2009

\*\*Signature of Date
Reporting Person

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The number of shares previously reported on September 11, 2009 as owned indirectly by Mr. Cruse was 72,143 and should have been reported as 11,915.
- (2) The number of shares previously reported on September 11, 2009 as owned indirectly by Mr. Cruse was 65,443 and should have been reported as 5,215.
- (3) The number of shares previously reported on September 11, 2009 as owned directly by Mr. Cruse was 90,737 and should have been reported as 150,965.
- Represents the disposition of 6,700 shares of Common Stock owned indirectly by the Reporting Person through his family trust and the corresponding acquisition of direct ownership of the same number of shares of Common Stock by the Reporting Person through his Individual Retirement Account.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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