

Edgar Filing: GOLDSTEIN PHILLIP - Form SC 13D/A

GOLDSTEIN PHILLIP

Form SC 13D/A

October 23, 2008

DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT  
10/21/08

1. NAME OF REPORTING PERSON

Bulldog Investors, Phillip Goldstein and Andrew Dakos

2. CHECK THE BOX IF MEMBER OF A GROUP

a[ ]

b[ ]

3. SEC USE ONLY

4. SOURCE OF FUNDS

WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) AND 2(e) [ ]

6. CITIZENSHIP OR PLACE OF ORGANIZATION

USA

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7. SOLE VOTING POWER

0

8. SHARED VOTING POWER

0

9. SOLE DISPOSITIVE POWER

0

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10. SHARED DISPOSITIVE POWER

0

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON

0

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES [ ]

13. PERCENT OF CLASS REPRESENTED BY ROW 11

0

14. TYPE OF REPORTING PERSON

IA

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This statement constitutes Amendment # 1 to the schedule 13d  
filed February 23, 2007. Except as specifically set forth  
herein, the Schedule 13d remains unmodified.

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ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

As per the NCRS filed on 8/28/2008 there were 6,824,000 shares of RMR outstanding as of 6/30/08. The percentage set forth in item 5 was derived using such number.

Phillip Goldstein, Andrew Dakos and accounts managed by the reporting persons beneficially own an aggregate of 0 shares of RMR or 0% of the outstanding shares.

Power to dispose and vote securities lie solely with Phillip Goldstein and Andrew Dakos.

- c) During the past 60 days the following shares of RMR were sold (there were no purchases):

| Date       | Shares | Price  |
|------------|--------|--------|
| 8/26/2008  | 3,000  | 9.2810 |
| 8/27/2008  | 3,000  | 9.3373 |
| 9/6/2008   | 2,500  | 9.7964 |
| 9/16/2008  | 500    | 8.72   |
| 9/17/2008  | 14,800 | 8.0759 |
| 9/18/2008  | 3,000  | 8.05   |
| 9/19/2008  | 1,200  | 9.28   |
| 9/22/2008  | 4,000  | 8.825  |
| 9/25/2008  | 2,900  | 8.4548 |
| 9/26/2008  | 3,000  | 8.2857 |
| 9/29/2008  | 3,000  | 7.8557 |
| 9/30/2008  | 15,000 | 7.8727 |
| 10/1/2008  | 4,000  | 8.0875 |
| 10/2/2008  | 6,000  | 7.9048 |
| 10/3/2008  | 6,000  | 7.6690 |
| 10/6/2008  | 5,200  | 6.3496 |
| 10/10/2008 | 98,400 | 3.2620 |
| 10/13/2008 | 65,500 | 4.0076 |
| 10/14/2008 | 29,297 | 4.5777 |
| 10/15/2008 | 19,940 | 4.0751 |
| 10/26/2008 | 50,000 | 4.0310 |
| 10/17/2008 | 22,263 | 4.0282 |
| 10/20/2008 | 12,600 | 4.0003 |
| 10/21/2008 | 15,000 | 4.0000 |

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

None.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

Exhibit 1. Joint Filing Agreement

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: 10/23/2008

By: /s/ Phillip Goldstein

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Name: Phillip Goldstein

By: /s/ Andrew Dakos

Name:: Andrew Dakos

Exhibit 1. Joint Filing Agreement

In accordance with Rule 13d-1 (k) (1) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of each of them of the Schedule 13D (and all further amendments filed by them) with respect to the shares of RMR.

Dated: 10/23/2008

By: /s/ Phillip Goldstein

Name: Phillip Goldstein

By: /s/ Andrew Dakos

Name: Andrew Dakos