

EDWARDS JEFFREY G
Form 4
May 23, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
EDWARDS JEFFREY G

(Last) (First) (Middle)

JGE CAPITAL MANAGEMENT
LLC, ONE MARKET, SPEAR
STREET TOWER, STE 3780

(Street)

SAN FRANCISCO, CA 94105

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Brookdale Senior Living Inc. [BKD]

3. Date of Earliest Transaction
(Month/Day/Year)
05/23/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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	05/23/2007		P	36,600 A \$ 44.4	636,600	I	By East Peak Partners, L.P. ⁽¹⁾
Common Stock	05/23/2007		P	35,000 A \$ 44.45	671,600	I	By East Peak Partners, L.P. ⁽¹⁾
Common Stock	05/23/2007		P	35,900 A \$ 44.33	707,500	I	By East Peak Partners,

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Common Stock	05/23/2007	P	23,100	A	\$ 44.3489	730,600	I	L.P. <u>(1)</u> By East Peak Partners, L.P. <u>(1)</u>
Common Stock	05/23/2007	P	19,400	A	\$ 44.359	750,000	I	By East Peak Partners, L.P. <u>(1)</u>
Common Stock	05/23/2007	P	24,600	A	\$ 44.3602	774,600	I	By East Peak Partners, L.P. <u>(1)</u>
Common Stock	05/23/2007	P	10,000	A	\$ 44.37	784,600	I	By East Peak Partners, L.P. <u>(1)</u>
Common Stock	05/23/2007	P	41,100	A	\$ 44.3884	825,700	I	By East Peak Partners, L.P. <u>(1)</u>
Common Stock	05/23/2007	P	43,800	A	\$ 44.3886	869,500	I	By East Peak Partners, L.P. <u>(1)</u>
Common Stock	05/23/2007	P	29,000	A	\$ 44.3896	898,500	I	By East Peak Partners, L.P. <u>(1)</u>
Common Stock	05/23/2007	P	30,000	A	\$ 44.3961	928,500	I	By East Peak Partners, L.P. <u>(1)</u>
Common Stock	05/23/2007	P	27,100	A	\$ 44.3984	955,600	I	By East Peak Partners, L.P. <u>(1)</u>
Common Stock	05/23/2007	P	26,200	A	\$ 44.4015	981,800	I	By East Peak Partners, L.P. <u>(1)</u>
Common Stock	05/23/2007	P	14,800	A	\$ 44.4169	996,600	I	By East Peak Partners, L.P. <u>(1)</u>

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Common Stock	05/23/2007	P	25,000	A	\$ 44.47	1,021,600	I	By East Peak Partners, L.P. ⁽¹⁾
Common Stock	05/23/2007	P	25,200	A	\$ 44.4996	1,046,800	I	By East Peak Partners, L.P. ⁽¹⁾
Common Stock	05/23/2007	P	17,700	A	\$ 44.51	1,064,500	I	By East Peak Partners, L.P. ⁽¹⁾
Common Stock	05/23/2007	P	35,400	A	\$ 44.5207	1,099,900	I	By East Peak Partners, L.P. ⁽¹⁾
Common Stock	05/23/2007	P	53,200	A	\$ 44.5376	1,153,100	I	By East Peak Partners, L.P. ⁽¹⁾
Common Stock	05/23/2007	P	9,800	A	\$ 44.5444	1,162,900	I	By East Peak Partners, L.P. ⁽¹⁾
Common Stock	05/23/2007	P	25,200	A	\$ 44.5451	1,188,100	I	By East Peak Partners, L.P. ⁽¹⁾
Common Stock	05/23/2007	P	2,200	A	\$ 44.5477	1,190,300	I	By East Peak Partners, L.P. ⁽¹⁾
Common Stock	05/23/2007	P	5,600	A	\$ 44.55	1,195,900	I	By East Peak Partners, L.P. ⁽¹⁾
Common Stock	05/23/2007	P	4,100	A	\$ 44.5549	1,200,000	I	By East Peak Partners, L.P. ⁽¹⁾
Common Stock						56,598	D	

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

Persons who respond to the collection of information contained in this form are not

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required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EDWARDS JEFFREY G JGE CAPITAL MANAGEMENT LLC ONE MARKET, SPEAR STREET TOWER, STE 3780 SAN FRANCISCO, CA 94105		X		

Signatures

/s/ T. Andrew Smith, By Power of Attorney 05/23/2007

**Signature of Reporting Person Date

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).
- JGE Capital Management LLC ("JGE Capital Management") is the sole general partner of East Peak Partners, L.P. ("East Peak"). As (1) President and the Principal of JGE Capital Management, Jeffrey G. Edwards makes investment decisions for East Peak. Mr. Edwards disclaims beneficial ownership of the shares held by East Peak, except to the extent of his pecuniary interest therein.

Remarks: Exhibit List

Exhibit 24--Power of Attorney

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

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