

CEDAR SHOPPING CENTERS INC

Form 8-K

January 20, 2011

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

Current Report Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 13, 2011

CEDAR SHOPPING CENTERS, INC.  
(Exact Name of Registrant as Specified in its Charter)

Maryland  
(State or Other Jurisdiction of Incorporation)

001-31817  
(Commission File Number)

42-1241468  
(IRS Employer  
Identification No.)

44 South Bayles Avenue  
Port Washington, New York 11050  
(Address of Principal Executive Offices) (Zip Code)

(516) 767-6492  
(Registrant's Telephone Number, Including Area Code)

Not Applicable  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01 Entry into a Material Definitive Agreement.

On January 13, 2011, Cedar Shopping Centers, Inc. (the "Company") entered into a Consulting Agreement with Frank C. Ullman, the son of Leo S. Ullman, the Company's Chairman of the Board, President and Chief Executive Officer. Mr. Frank C. Ullman voluntarily retired from the Company, voluntarily terminated his employment agreement with the Company and agreed to be retained as a consultant to the Company for a one year period of time.

The foregoing description of the consulting agreement with Mr. Ullman is qualified in its entirety by reference to the agreement which is filed as Exhibit 10.1 to this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Description  
No.

10.1 Consulting Agreement dated January 13, 2011 between the Company and Frank C. Ullman

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: January 18, 2011

CEDAR SHOPPING CENTERS, INC.

By:

/s/ Leo S. Ullman

Leo S. Ullman  
Chairman of the Board, President  
and CEO

EXHIBIT INDEX

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