

BERKSHIRE INCOME REALTY INC

Form 3

January 31, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â KRUPP DOUGLAS

(Last) (First) (Middle)

C/O BERKSHIRE INCOME REALTY,Â ONE BEACON STREET, SUITE 1500

(Street)

BOSTON,Â MAÂ 02108

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

01/28/2005

3. Issuer Name and Ticker or Trading Symbol

BERKSHIRE INCOME REALTY INC [BIR.PR.A]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer ☐ Other
(give title below) (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 Beneficially Owned**

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Class B Common Stock

1,283,313

I

Through KRF Company, L.L.C.
(1)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I)

(Instr. 4)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

KRUPP DOUGLAS
C/O BERKSHIRE INCOME REALTY
ONE BEACON STREET, SUITE 1500
BOSTON, MA 02108

Â X Â Â Â

Signatures

/s/ Douglas

02/01/2005

Krupp

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) As of January 31, 2005, KRF Company, L.L.C. owned a total of 1,283,313 shares of Class B common stock of BIR. Krupp Family Limited Partnership - 94 owns 100% of the limited liability company interest in KRF Company, L.L.C., and Douglas Krupp owns 50% of the general partner interests in Krupp Family Limited Partnership - 94. By virtue of such ownership, Douglas Krupp may be deemed to beneficially own indirectly the shares of Class B common stock owned by KRF Company, L.L.C.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.