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CEDAR SHOPPING CENTERS INC

Form 8-K

March 31, 2004

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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) March 30, 2004

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CEDAR SHOPPING CENTERS, INC.

-----  
(Exact name of registrant as specified in its charter)

Maryland

0-14510

42-1241468

-----  
(State or other jurisdiction  
of incorporation)

-----  
(Commission  
File Number)

-----  
(IRS Employer ID  
Number)

44 South Bayles Avenue, Port Washington, New York

11050

-----  
(Address of principal executive offices)

-----  
(Zip Code)

Registrant's Telephone Number, including area code: (516) 767-6492

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-----  
(Former name or former address, if changed since last report)

Item 7. Financial Statements and Exhibits.

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(c) Exhibit Number

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Description

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99

Press release dated March 31, 2004

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Item 12. Results of Operations and Financial Condition  
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On March 31, 2004, Cedar Shopping Centers, Inc. issued a press release announcing its operating results for the year ended December 31, 2003. A copy of the press release is furnished hereto as Exhibit 99.

SIGNATURES

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.

CEDAR SHOPPING CENTERS, INC.

By: Leo S. Ullman  
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Name: Leo S. Ullman  
Title: Chairman, President and CEO

Dated: March 31, 2004

EXHIBIT INDEX

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