

CBIZ, Inc.  
Form 4  
December 04, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
GERARD STEVEN L

(Last) (First) (Middle)  
6050 OAK TREE BLVD., SUITE 500  
(Street)

CLEVELAND, OH 44131

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CBIZ, Inc. [CBZ]

3. Date of Earliest Transaction (Month/Day/Year)  
12/04/2006

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)  
Chief Executive Officer

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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock <sup>(1)</sup>	12/04/2006		P		35.71	A	\$ 7
					480,884.43	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 required to respond unless the form displays a currently valid OMB control number.**

SEC 1474 (9-02)

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

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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 Reporting Transaction (Instr. 6)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GERARD STEVEN L 6050 OAK TREE BLVD. SUITE 500 CLEVELAND, OH 44131	X		Chief Executive Officer	

## Signatures

Michael W. Gleespen, Attorney-In-Fact for Steven L. Gerard 12/04/2006

\_\_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).

(1) Purchased under CBIZ Stock Investment Plan by regular payroll deduction.

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. Roman" SIZE="2">03/27/09 2002

Parkville, MO

4,274 1,461 2,243 3,704 167 03/27/09 2006

San Antonio, TX

4,060 991 3,005 3,996 215 03/27/09 2004

Toledo, OH

5,400 1,208 3,469 4,677 249 03/27/09 2005

Antioch, TN

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4,425 479 3,411 3,890 246 03/31/09 2002

Decatur, IL

4,003 680 2,989 3,669 219 03/31/09 2005

Long Beach, MS

3,662 791 2,600 3,391 188 03/31/09 2005

Roselle, NJ

5,742 1,632 3,746 5,378 265 03/31/09 2002

Saraland, AL

5,079 1,415 3,187 4,602 228 03/31/09 2003

Mt. Pleasant, TX

1,097 3,447 4,544 94 12/21/10 2009

Richmond Hill, GA

1,257 3,304 4,561 75 02/25/11 2009

Wal-Mart:

Anderson, SC

8,160 3,265 8,442 1,271 12,978 1,163 05/08/07 1993

New London, WI

1,778 658 1,938 135 2,731 255 05/09/07 1991

Spencer, IN

1,377 612 1,427 176 2,215 200 05/23/07 1987

Bay City, TX

(9) 637 2,558 (6) 3,189 297 08/14/07 1990

Washington, IL

(9) 1,043 2,386 118 3,547 292 09/10/07 1989

Borger, TX

(9) 932 1,828 (10) 2,750 209 09/12/07 1991

Whiteville, NC

Explanation of Responses:

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(9) 854 1,357 (9) 2,202 182 10/11/07 1988

WaWa:

Hockessin, DE

2,709 1,850 2,000 3,850 335 03/29/06 2000

Manahawkin, NJ

2,617 1,359 2,360 3,719 323 03/29/06 2000

Narberth, PA

2,422 1,659 1,782 3,441 299 03/29/06 2000

Wehrenberg Theatre:

Arnold, MO

(9) 2,798 4,604 126 7,528 692 06/14/06 1998

Weston Shops:

Weston, FL

(9) 6,034 9,573 15,607 908 07/30/08 2007

Wickes Furniture:

Chicago, IL

15,925 9,896 11,282 (11,377) 9,801 640 10/17/07 2007

S-17

**Table of Contents****COLE CREDIT PROPERTY TRUST II, INC.****SCHEDULE III REAL ESTATE ASSETS AND ACCUMULATED DEPRECIATION (Continued)****December 31, 2011**

(in thousands)

Description <sup>(1)</sup>	Initial Costs to Company				Gross Amount at Which Carried At December 31,		Date Acquired	Date Constructed
	Encumbrances	Land	Buildings & Improvements	Total Adjustment to Basis	2011 (2) (3) (5)	Accumulated Depreciation (4) (6)		
<b>WinCo Foods:</b>								
Eureka, CA	11,247	4,277	10,919	380	15,576	1,327	06/27/07	1960
<b>Winter Garden Village:</b>								
Winter Garden, FL	105,700	22,862	151,385	1,856	176,103	13,058	09/26/08	2007
<b>TOTAL</b>	<b>1,398,160</b>	<b>842,126</b>	<b>2,175,289</b>	<b>15,794</b>	<b>3,033,209</b>	<b>238,645</b>		

Real Estate Held for Investment the Company has Invested in Under Direct Financing Leases (7):

<b>Academy Sports:</b>								
Houston, TX	3,825	3,953	1,952	1	5,906		6/27/07	1995
Baton Rouge, LA	4,687	2,719	6,014	1,937	10,670		7/19/07	1996
Houston (Breton), TX	3,045	1,194	4,675		5,869		7/19/07	1995
Houston (Southwest) TX	4,625	3,377	5,066	3,127	11,570	45	7/19/07	1996
North Richland Hills, TX	4,217	2,097	5,693	(153)	7,637		7/19/07	1996
<b>Best Buy:</b>								
Evanston, IL	5,900	3,661	6,984	2	10,647		6/27/07	1996
Warwick, RI	5,350	3,948	9,544		13,492		6/27/07	1992
<b>CVS:</b>								
Amarillo, TX	1,741	832	2,563		3,395		7/19/07	1994
Del City, OK	2,631	1,085	4,496		5,581		7/19/07	1998
<b>Eckerd:</b>								
Mantua, NJ	1,470	943	1,495	2	2,440		6/27/07	1993
Vineland, NJ	3,500	2,353	4,743		7,096		6/27/07	1997
Chattanooga, TN	1,920	1,023	2,976		3,999		7/19/07	1997
Mableton, GA	1,197	716	1,699		2,415		7/19/07	1994
<b>TOTAL</b>	<b>44,108</b>	<b>27,901</b>	<b>57,900</b>	<b>4,916</b>	<b>90,717</b>	<b>45</b>		

- (1) As of December 31, 2011, we owned 419 single-tenant, freestanding retail properties, 312 single-tenant, freestanding commercial properties and 22 multi-tenant retail properties.
- (2) The aggregate cost for federal income tax purposes is approximately \$3.4 billion.
- (3) The following is a reconciliation of total real estate carrying value for the years ended December 31:

	2011	2010	2009
Balance, beginning of period	\$ 3,018,095	\$ 2,921,274	\$ 2,834,730
Additions			
Acquisitions	86,975	96,156	97,167

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Improvements	19,000	6,668	3,558
<b>Total additions</b>	<b>105,975</b>	<b>102,824</b>	<b>100,725</b>
Deductions			
Cost of real estate sold	155	5	162
Adjustment to basis		1,190	2,401
Other (including provisions for impairment of real estate assets)		4,808	11,618
<b>Total deductions</b>	<b>155</b>	<b>6,003</b>	<b>14,181</b>
<b>Balance, end of period</b>	<b>\$ 3,123,915</b>	<b>\$ 3,018,095</b>	<b>\$ 2,921,274</b>

S-18

**Table of Contents****COLE CREDIT PROPERTY TRUST II, INC.****SCHEDULE III REAL ESTATE ASSETS AND ACCUMULATED DEPRECIATION (Continued)****December 31, 2011**

(in thousands)

(4) The following is a reconciliation of accumulated depreciation for the years ended December 31:

	<b>2011</b>	<b>2010</b>	<b>2009</b>
Balance, beginning of period	\$ 178,906	\$ 122,887	\$ 67,326
Additions			
Acquisitions - Depreciation Expense for Building, Acquisition Costs & Tenant Improvements Acquired	58,534	56,280	56,049
Improvements - Depreciation Expense for Tenant Improvements and Building Equipment	1,248	335	59
Total additions	59,782	56,615	56,108
Deductions			
Cost of real estate sold			
Other (including provisions for impairment of real estate assets)		596	547
Total deductions		596	547
Balance, end of period	\$ 238,688	\$ 178,906	\$ 122,887

- (5) In each of 2010 and 2009 a provision for impairment was recorded on one property.
- (6) The Company's assets are depreciated or amortized using the straight-lined method over the useful lives of the assets by class. Generally, tenant improvements are amortized over the respective lease term and buildings are depreciated over 40 years.
- (7) For financial reporting purposes, the lease has been recorded as a direct financing lease; therefore, depreciation is not applicable.
- (8) Subject to a ground lease and therefore date constructed is not applicable.
- (9) Property is included in the Credit Facility's unencumbered borrowing base. As of December 31, 2011, the Company had \$293.1 million outstanding under the Credit Facility.

**Table of Contents**

## MORTGAGE LOANS ON REAL ESTATE

## COLE CREDIT PROPERTY TRUST II, INC.

## SCHEDULE IV MORTGAGE LOANS ON REAL ESTATE

December 31, 2011

Mortgage Loans Receivable <sup>(1)</sup>	Description	Location	Interest Rate	Final Maturity Date	Periodic Payment Terms <sup>(2)</sup>	Prior Liens	Face Amount of Mortgages (in thousands)	Carrying Amount of Mortgages <sup>(3)</sup> (in thousands)
Cracker Barrel Notes	Retail	(4)	9.84%	8/1/2020	P & I	None	\$ 44,046	\$ 43,321
KFC Notes	Retail	(5)	10.47%	10/1/2020	P & I	None	20,206	20,801
O Reilly Notes	Retail	(6)	8.60-9.35%	1/1/2021	P & I	None	12,555	12,623
							\$ 76,807	\$ 76,745

(1) No individual mortgage loan exceeds 3 percent of the total of the carrying amount for all mortgage loans.

(2) P & I = Principal and interest payments.

(3) The aggregate cost for federal income tax purposes is \$83.9 million.

(4) The Cracker Barrel Notes are secured by 23 restaurant properties located in 16 states.

(5) The KFC Notes are secured by 20 restaurant properties located in nine states.

(6) The O Reilly Notes are secured by 26 commercial retail properties located in two states.

The following shows changes in the carrying amounts of mortgage loans receivable during the period (in thousands):

	2011	2010	2009
Balance, beginning of period	\$ 79,778	\$ 82,500	\$ 84,994
Additions:			
New mortgage loans			
Premium on new mortgage loans and capitalized loan costs			
Acquisition costs related to investment in mortgage notes receivable			
Deductions:			
Collections of principal	(2,328)	(2,035)	(1,823)
Amortization of premium and capitalized loan costs	(705)	(687)	(671)
Balance, end of period	\$ 76,745	\$ 79,778	\$ 82,500

S-20



**Table of Contents**

**SIGNATURES**

Pursuant to the requirements of Sections 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized, this 30th day of March 2012.

**Cole Credit Property Trust II, Inc.**

By: /s/ CHRISTOPHER H. COLE  
 Christopher H. Cole  
 Chief Executive Officer and President  
 (Principal Executive Officer)

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the date indicated.

Signature	Title	Date
/s/ CHRISTOPHER H. COLE  Christopher H. Cole	Chairman, Chief Executive Officer and President (Principal Executive Officer)	March 30, 2012
/s/ D. KIRK MCALLASTER, JR.  D. Kirk McAllaster, Jr.	Executive Vice President, Chief Financial Officer and Treasurer (Principal Financial Officer)	March 30, 2012
/s/ GAVIN B. BRANDON  Gavin B. Brandon	Vice President of Accounting  (Principal Accounting Officer)	March 30, 2012
/s/ MARCUS E. BROMLEY  Marcus E. Bromley	Director	March 30, 2012
/s/ GEORGE N. FUGELSANG  George N. Fugelsang	Director	March 30, 2012

**Table of Contents****EXHIBIT INDEX**

The following exhibits are included, or incorporated by reference, in this Annual Report on Form 10-K for the year ended December 31, 2011 (and are numbered in accordance with Item 601 of Regulation S-K).

<b>Exhibit No.</b>	<b>Description</b>
3.1	Fifth Articles of Amendment and Restatement, as corrected. (Incorporated by reference to Exhibit 3.1 of the Company's Form 10-K (File No. 333-121094), filed on March 23, 2006).
3.2	Amended and Restated Bylaws. (Incorporated by reference to Exhibit 99.1 to the Company's Form 8-K (File No. 333-121094), filed on September 6, 2005).
3.3	Articles of Amendment to Fifth Articles of Amendment and Restatement. (Incorporated by reference to Exhibit 3.3 of the Company's Form S-11 (File No. 333-138444), filed on November 6, 2006).
4.1	Form of Subscription Agreement and Subscription Agreement Signature Page. (Incorporated by reference to Exhibit 4.1 to the Company's post-effective amendment to Form S-11 (File No. 333-138444), filed on February 1, 2008).
4.2	Form of Additional Investment Subscription Agreement. (Incorporated by reference to Exhibit 4.2 to the Company's post-effective amendment to Form S-11 (File No. 333-138444), filed on February 1, 2008).
10.1	2004 Independent Directors' Stock Option Plan. (Incorporated by reference to Exhibit 10.5 to the Company's Form S-11 (File No. 333-121094), filed on December 9, 2004).
10.2	Form of Stock Option Agreement under 2004 Independent Directors' Stock Option Plan. (Incorporated by reference to Exhibit 10.6 to the Company's pre-effective amendment to Form S-11 (File No. 333-121094), filed on April 11, 2005).
10.3	Amended and Restated Property Management and Leasing Agreement, dated September 16, 2005, by and among Cole Credit Property Trust II, Inc., Cole Operating Partnership II, LP and Fund Realty Advisors, Inc. (Incorporated by reference to Exhibit 10.1 to the Company's Form 8-K (File No. 333-121094), filed on September 23, 2005).
10.4	Amended and Restated Advisory Agreement, dated September 16, 2005, by and between Cole Credit Property Trust II, Inc. and Cole REIT Advisors II, LLC. (Incorporated by reference to Exhibit 10.2 to the Company's Form 8-K (File No. 333-121094), filed on September 23, 2005).
10.5	Amended and Restated Agreement of Limited Partnership of Cole Operating Partnership II, LP, dated September 16, 2005, by and between Cole Credit Property Trust II, Inc. and the limited partners thereto. (Incorporated by reference to Exhibit 10.3 to the Company's Form 8-K (File No. 333-121094), filed on September 23, 2005).
10.6*	Third Amended and Restated Distribution Reinvestment Plan, as amended November 9, 2011.
10.7	First Amendment to Amended and Restated Advisory Agreement, dated April 17, 2006, between Cole Credit Property Trust II, Inc. and Cole REIT Advisors II, LLC. (Incorporated by reference to Exhibit 10.1 to the Company's Form 10-Q (File No. 000-51963), filed on May 12, 2006).
10.8	First Amendment to Amended and Restated Property Management and Leasing Agreement, dated May 9, 2007, by and among Cole Credit Property Trust II, Inc., Cole Operating Partnership II, LP and Cole Realty Advisors, Inc. (Incorporated by reference to Exhibit 10.10 to the Company's pre-effective amendment to Form S-11 (File No. 333-138444), filed on May 10, 2007).
10.9	First Amendment to Amended and Restated Agreement of Limited Partnership of Cole Operating Partnership II, LP, dated May 9, 2007, by and between Cole Credit Property Trust II, Inc. and the limited partners thereto. (Incorporated by reference to Exhibit 10.11 to the Company's pre-effective amendment to Form S-11 (File No. 333-138444), filed on May 10, 2007).
10.10	Second Amendment to Amended and Restated Property Management and Leasing Agreement, dated June 1, 2008, by and among Cole Credit Property Trust II, Inc., Cole Operating Partnership II, LP and Cole Realty Advisors, Inc. (Incorporated by reference to Exhibit 10.12 to the Company's post-effective amendment to Form S-11 (File No. 333-138444), filed on July 29, 2008).

**Table of Contents**

<b>Exhibit No.</b>	<b>Description</b>
10.11	Second Amendment to the Amended and Restated Advisory Agreement by and between the Company and Cole Advisors II (Incorporated by reference to Exhibit 10.1 to the Company's Form 10-Q (File No. 000-51963), filed on August 12, 2010).
10.12	Amended and Restated Credit Agreement dated as of December 17, 2010 among Cole Operating Partnership II, LP, as Borrower and Bank of America N.A. as Administrative Agent, Swing Line Lender and L/C Issuer, JP Morgan Chase Bank, N.A. as Syndication Agent, U.S. Bank National Association and RBS Citizens, N.A., d/b/a Charter One, as Co-Documentation Agents, and Merrill Lynch, Pierce, Fenner & Smith Incorporated and J.P. Morgan Securities LLC, as Joint Lead Arrangers and Joint Book Managers. (Incorporated by reference to Exhibit 10.14 of the Company's Form 10-K (File No. 000-51963), filed on March 31, 2011).
10.13	Amended Share Redemption Program dated as of November 9, 2011. (Incorporated by reference to Exhibit 99.1 to the Company's Form 8-K (file No. 000-51963), filed on November 18, 2011.)
14.1	Cole Credit Property Trust II, Inc. Code of Business Conduct and Ethics. (Incorporated by reference to Exhibit 14.1 to the Company's Form 10-K (file No. 000-51963), filed on March 23, 2006).
21.1	List of Subsidiaries. (Incorporated by reference to Exhibit 21.1 to the Company's POS AM (File No. 333-121094), filed on December 20, 2006).
23.1*	Consent of Deloitte & Touche LLP, Independent Registered Public Accounting Firm.
31.1*	Certification of the Chief Executive Officer of the Company pursuant to Securities Exchange Act Rule 13a-14(a) or 15d-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
31.2*	Certification of the Chief Financial Officer of the Company pursuant to Securities Exchange Act Rule 13a-14(a) or 15d-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
32.1**	Certification of the Chief Executive Officer and Chief Financial Officer of the Company pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
101.INS***	XBRL Instance Document.
101.SCH***	XBRL Taxonomy Extension Schema Document.
101.CAL***	XBRL Taxonomy Extension Calculation Linkbase Document.
101.DEF***	XBRL Taxonomy Extension Definition Linkbase Document.
101.LAB***	XBRL Taxonomy Extension Label Linkbase Document.
101.PRE***	XBRL Taxonomy Extension Presentation Linkbase Document.

\* Filed herewith.

\*\* In accordance with Item 601(b) (32) of Regulation S-K, this Exhibit is not deemed filed for purposes of Section 18 of the Exchange Act or otherwise subject to the liabilities of that section. Such certifications will not be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except to the extent that the registrant specifically incorporates it by reference.

\*\*\* XBRL (Extensible Business Reporting Language) information is deemed not filed or a part of a registration statement or prospectus for purposes of Section 11 or 12 of the Securities Act of 1933, as amended, is deemed not filed for purposes of Section 18 of the Exchange Act, and otherwise is not subject to liability under these sections.