



Edgar Filing: INLAND REAL ESTATE CORP - Form 4

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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOODWIN DANIEL L 2901 BUTTERFIELD RD OAK BROOK, IL 60523	X	X		

## Signatures

/s/Daniel L.  
Goodwin

08/12/2008

\*\*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) Includes 504,446 shares of common stock owned by Mr. Goodwin and/or his spouse. Also includes shares of common stock owned directly or indirectly by the following entities: 564,820 shares of Inland American Real Estate Trust, Inc. ("Inland American"), 315,820 shares of Inland Western Retail Real Estate Trust, Inc. ("Inland Western"), 9,091 shares of The Inland Group, Inc. ("TIGI"), 156,180.79 shares of Inland Mortgage Investment Corporation, 6,632,468.5625 shares of Inland Investment Stock Holding Company, 126,090.6321 shares of Partnership Corporation and 644,982 shares of Eagle Financial Corporation. The latter four entities are direct or indirect wholly owned subsidiaries of TIGI. Mr. Goodwin is the controlling shareholder of TIGI.

(2) Mr. Goodwin directly and indirectly owns shares of Inland American and Inland Western. Shares of IRC owned by Inland American and Inland Western are managed by Inland Investment Advisors, Inc. ("IIAI"). The number reported also includes 822,732 shares beneficially owned for Section 16 purposes by IIAI because it is entitled to receive performance based fees. Mr. Goodwin disclaims beneficial ownership of these shares except to the extent IIAI receives performance based fees. IIAI is an indirect wholly owned subsidiary of TIGI. Mr. Goodwin disclaims beneficial ownership of shares beneficially owned by TIGI and its subsidiaries, Inland American and Inland Western, except to the extent of his ownership of those entities, respectively.

(3) Total also includes 929,3020 Dividend Reinvestment shares purchased in July by Inland Mortgage Investment Corporation.

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.