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CEDAR INCOME FUND LTD /MD/

Form 8-K

May 16, 2003

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) May 16, 2003

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CEDAR INCOME FUND, ltd.

-----  
(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.

(c)	Exhibit Number	Description
	99	Press release dated May 16, 2003.

Item 9. Regulation FD Disclosure

On May 16, 2003, Cedar Income Fund, Ltd. issued a press release announcing its operating results for the quarter ended March 31, 2003. A copy of the press release is furnished hereto as Exhibit 99. The information provided in this Current Report on Form 8-K is being furnished pursuant to Item 12, Results of Operations and Financial Condition.

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

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undersigned hereunto duly authorized.

CEDAR INCOME FUND, LTD.

By: /s/ Leo S. Ullman

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Name: Leo S. Ullman

Title: President

Dated: May 16, 2003

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