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// / OMB APPROVAL /
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	FORM	3	I
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U.S. SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

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(f) of the Investment Company Act of 1940

		on 30(f) of the Inve		_							
1.	Name and Address of Reporting Person										
	Designated Filer: RCBA Strategic Partners, L.P.										
	(Last)		rst)		(Middle)						
	909 Montgomery, Street, Suite 400										
			reet)								
	San Francisco	Calif			94133						
	(City)		ate)		(Zip)						
2.	Date of Event R	equiring Statement (	Month/Day/Year)		07/20/2001						
3.	3. IRS or Social Security Number of Reporting Person (Voluntary)										
4. trad		Ticker or Trading S			(not publicly						
5.	_	Reporting Person(s)  Officer	_X_ 10% Owne:								
6. If Amendment, Date of Original (Month/Day/Year)  7. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person X Form filed by More than one Reporting Person  TABLE INON-DERIVATIVE SECURITIES BENEFICIALLY OWNED											
<tah <cah< td=""><td>PTION&gt;</td><td></td><td></td><td></td><td></td></cah<></tah 	PTION>										
2	of Security (Instr. 4)		3. Ownership Form Direct (D) or Indirect	Ir fi (1	ature of ndirect Bene- lcial Ownership Instr. 5)						
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly

 $^{\star}$   $\,$  If the form is filed by more than one reporting person, see instruction 5(b)(v).

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Form 3 (Continued)

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

<table> <caption></caption></table>									
1. Title of Derivative Nature of In-	2. Date E	Exer-	3. Title and Amount of	Title and Amount of Securities			5.	Ownership	6.
Security (Instr. 4) direct Bene-	cisabl	le and	Underlying Derivati	derlying Derivative Security				Form of	
ficial	Expira	(Instr. 4)		Exercise		Derivative			
Ownership	Date			Price		Security:			
(Instr. 5)	(Month	n/Day/		of		Direct (D)			
(Instr. 3)	Year)		Derivative Security			or In- direct (I)			
	Date Expira- Exer- tion cisable Date			Amount or Number of Shares		-		(Instr. 5)	
									•
<s> <c></c></s>	<c></c>	<c></c>	<c></c>	<c></c>		<c></c>		<c></c>	
Class B Common Stock, par Value \$.01 per share (1)	Immediate	ly None	Class A Common Stock, par value \$.01 per share (1)		(2)	None		(2)	
Class B Common Stock, par Value \$.01 per share (1)	Immediate]	ly None	Class A Common Stock, par value \$.01 per share (1)		(3)	None		(3)	

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## Explanation of Responses:

- (1) Each share of Class B Common Stock, par value \$.01 per share (the "Class B Common Stock"), may be converted at any time by the holder thereof into one share of Class A Common Stock, par value \$.01 per share (the "Class A Common Stock"). Accordingly, each holder of shares of Class B Common Stock may be deemed to beneficially own an equal number of shares of Class A Common Stock
- (2) These shares are owned directly by RCBA Strategic Partners, L.P. The shares also may be deemed to be owned indirectly by (i) RCBA GP, L.L.C. ("RCBA GP"), the sole general partner of RCBA Strategic partners, L.P., and (ii Richard C. Blum, a managing member of RCBA GP. Both RCBA GP and Mr. Blum disclaim beneficial ownership of these shares, except to the extent of any

pecuniary interest therein. The address of RCBA GP is 909 Montgomery Street, Suite 400, San Francisco, California 94133.

- (3) These shares are owned directly by Blum Strategic Partners II, L.P. The shares also may be deemed to be owned indirectly by (i) Blum Strategic GP II, L.L.C. ("Blum GP"), the sole general partner of Blum Strategic Partners II, L.P., and (ii) Richard C. Blum, A managing member of Blum GP. Both Blum II and Mr. Blum disclaim beneficial ownership of these shares, except to the extent of any pecuniary interest therein. The address of Blum Strategic Partners II, L.P. and Blum GP is 909 Montgomery Street, Suite 400, San Francisco, California 94133.
- Intentional misstatements of omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C 78ff(a).

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

SIGNATURE PAGE ATTACHED

Date

\*\*Signature of Reporting Person

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SIGNATURE PAGE

<TABLE> <CAPTION>

<S>

Designated Filer: RCBA Strategic Partners, L.P. Date of Event Requiring Statement: 07/20/2001 Issuer Name and Ticker or Trading Symbol: CBRE Holding, Inc. (not publicly traded)

<C>

RCBA STRATEGIC PARTNERS, L.P.

RCBA GP, L.L.C., its general partner Bv:

By: /s/ Murray A. Indick \_\_\_\_\_ Murray A. Indick, Member

Dated: July 30, 2001

BLUM STRATEGIC PARTNERS II, L.P.

Blum Strategic GP II, L.L.C., its general By:

/s/ Murray A. Indick Bv: \_\_\_\_\_

Murray A. Indick, Member

Dated: July 30, 2001

\_\_\_\_\_

RCBA GP, L.L.C.

/s/ Murray A. Indick Bv:

Murray A. Indick, Member

Dated: July 30, 2001

\_\_\_\_\_

BLUM STRATEGIC GP II, L.L.C.

/s/ Murray A. Indick By:

\_\_\_\_\_

Murray A. Indick, Member

Dated: July 30, 2001

\_\_\_\_\_

partner