
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

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): February 17, 2004

CB RICHARD ELLIS GROUP, INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

000-32983
(Commission
File Number)

94-3391143
(IRS Employer
Identification Number)

**865 South Figueroa Street, Suite 3400, Los Angeles,
California**
(Address of Principal Executive Office)

90017
(Zip Code)

Registrant's telephone number, including area code: (213) 438-4880

NA
(Former Name or Former Address, if Changed Since Last Report)

This Current Report on Form 8-K is filed by CB Richard Ellis Group, Inc., a Delaware corporation (the "Company"), in connection with the matters described herein.

Item 5. Other Events

On February 17, 2004, the Company issued two press releases, the first of which announced its filing of a registration statement with respect to a potential future offering of shares of its common stock and the other of which announced the change of the Company's name from "CBRE Holding, Inc." to "CB Richard Ellis Group, Inc." Copies of these two press releases are filed as Exhibit 99.1 and Exhibit 99.2, respectively, to this report.

Item 7. Exhibits

(c) *Exhibits*

The following are furnished as exhibits to this report:

- 99.1 Press Release, dated February 17, 2004, issued by the Company
- 99.2 Press Release, dated February 17, 2004, issued by the Company

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.

CB RICHARD ELLIS GROUP, INC.

Date: February 18, 2004

By: /s/ Kenneth J. Kay

Name: Kenneth J. Kay
Title: Chief Financial Officer

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated February 17, 2004, issued by the Company
99.2	Press Release, dated February 17, 2004, issued by the Company

**PRESS RELEASE****FOR IMMEDIATE RELEASE**

Contact:
Steve Iaco
212 984-6535

**CB RICHARD ELLIS GROUP, INC. FILES FOR INITIAL
PUBLIC OFFERING OF COMMON STOCK**

Los Angeles, CA, February 17, 2004 – CB Richard Ellis Group, Inc. has filed a registration statement with the Securities and Exchange Commission for an initial public offering (IPO) of its common stock, the Company announced today.

CB Richard Ellis Group, Inc. is the parent company of CB Richard Ellis Services, Inc., the world's largest commercial real estate services firm in terms of 2002 revenue, with 220 offices in 48 countries worldwide.

The IPO is expected to consist of newly issued shares being offered by the Company and secondary shares offered by affiliates of Blum Capital Partners, L.P. and other selling stockholders. In addition, the Company expects that the selling stockholders will grant the underwriters an option to purchase from them additional common stock to cover over-allotments, if any.

The offering is being made through an underwriting syndicate led by Credit Suisse First Boston LLC and Citigroup Global Markets Inc., which will act as joint book-running managers. When available, a copy of the prospectus relating to the offering may be obtained by contacting:

Credit Suisse First Boston
Eleven Madison Avenue
New York, NY 10010-3629
Attn: Prospectus Department

Citigroup Global Markets
Brooklyn Army Terminal
140 58th Street, Brooklyn, NY 11220
Attn: Prospectus Department

A registration statement relating to these securities has been filed with the Securities and Exchange Commission but has not yet become effective. These securities may not be sold, nor may offers to buy be accepted, prior to the time the registration statement becomes effective. This press release shall not constitute an offer to sell or a solicitation of an offer to buy, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

About CB Richard Ellis

Headquartered in Los Angeles, CB Richard Ellis is the world's largest commercial real estate services firm in terms of 2002 revenues. With approximately 13,500 employees, the company serves real estate owners, investors and occupiers through 220 offices worldwide.

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865 S. Figueroa Street
34th Floor
Los Angeles, CA 90017
T 213.613.3333
F 213.613.3005
www.cbre.com

PRESS RELEASE

FOR IMMEDIATE RELEASE—February 17, 2004

For further information:

Debbie Fan, Treasurer
CB Richard Ellis
310.354.5045
Debbie.Fan@cbre.com

CBRE Holding, Inc. Changes Its Corporate Name

Los Angeles, CA (February 17, 2004) – Effective February 13, 2004, CBRE Holding, Inc, parent corporation of CB Richard Ellis Services, Inc., has changed its name to **CB Richard Ellis Group, Inc.**

To view the company's fourth quarter 2003 earnings on Wednesday, February 18, 2003, on the national wire services, please search under the name, CB Richard Ellis Group, Inc.

Headquartered in Los Angeles, CB Richard Ellis Group, Inc. is the world's leading commercial real estate services firm. With approximately 13,500 employees, the company serves real estate owners, investors and occupiers through more than 220 offices worldwide. The company's core services include property sales, leasing and management; corporate services; facilities and project management; mortgage banking; investment management; capital markets; appraisal and valuation; research; and consulting. For more information, visit the company's Web site at www.cbre.com.