

AMERICAN RETIREMENT CORP  
 Form 4  
 July 29, 2005

**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 \*  
 Jarvis David R

2. Issuer Name and Ticker or Trading Symbol  
 AMERICAN RETIREMENT CORP  
 [ACR]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 03/30/2005

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_ Other (specify below)

C/O MERCURY REAL ESTATE ADVISORS LLC, 100 FIELD POINT ROAD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_ Form filed by One Reporting Person  
 \_\_\_X\_\_\_ Form filed by More than One Reporting Person

GREENWICH, CT 06830

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4)
Common Stock <u>(1)</u>	03/30/2005		P	141,400 A	\$ 14.51 3,574,500	I	See Footnote <u>(9)</u>
Common Stock <u>(2)</u>	03/30/2005		P	141,400 A	\$ 14.51 3,574,500	I	See Footnote <u>(10)</u>
Common Stock <u>(3)</u>	03/30/2005		P	119,287 A	\$ 14.51 1,275,798	D	
Common	03/30/2005		P	22,113 A	\$ 238,560	D	

Edgar Filing: AMERICAN RETIREMENT CORP - Form 4

Stock <u>(4)</u>						14.51			
Common Stock <u>(5)</u>	03/31/2005		P	192,400	A	\$ 14.49	3,766,900	I	See Footnote <u>(9)</u>
Common Stock <u>(6)</u>	03/31/2005		P	192,400	A	\$ 14.49	3,766,900	I	See Footnote <u>(10)</u>
Common Stock <u>(3)</u>	03/31/2005		P	141,142	A	\$ 14.49	1,416,940	D	
Common Stock <u>(4)</u>	03/31/2005		P	25,363	A	\$ 14.49	263,923	D	
Common Stock <u>(7)</u>	03/31/2005		P	18,914	A	\$ 14.49	1,575,985	D	
Common Stock <u>(8)</u>	03/31/2005		P	18,914	A	\$ 14.49	1,575,985	I	See Footnote <u>(8)</u>

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)

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 Beneficially Owned Following Reporting Transaction (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director    10% Owner    Officer    Other

X

Jarvis David R  
 C/O MERCURY REAL ESTATE ADVISORS LLC  
 100 FIELD POINT ROAD  
 GREENWICH, CT 06830

MacLean Malcolm F IV  
 C/O MERCURY REAL ESTATE ADVISORS LLC  
 100 FIELD POINT ROAD  
 GREENWICH, CT 06830

X

Silvercreek SAV LLC  
 C/O MERCURY REAL ESTATE ADVISORS LLC  
 100 FIELD POINT ROAD  
 GREENWICH, CT 06830

X

Mercury Special Situations Offshore Fund Ltd  
 C/O MERCURY REAL ESTATE ADVISORS LLC  
 100 FIELD POINT ROAD  
 GREENWICH, CT 06830

X

Mercury Securities II LLC  
 C/O MERCURY REAL ESTATE ADVISORS LLC  
 100 FIELD POINT ROAD  
 GREENWICH, CT 06830

X

Mercury Special Situations Fund L P  
 C/O MERCURY REAL ESTATE ADVISORS LLC  
 100 FIELD POINT ROAD  
 GREENWICH, CT 06830

X

## Signatures

/s/ David R. Jarvis 07/29/2005

\*\*Signature of Reporting  
 Person

Date

/s/ Malcolm F.  
 MacLean IV

07/29/2005

\*\*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).

- These shares were acquired by Mercury Real Estate Advisors, LLC ("Advisors"), a registered investment adviser, on behalf of Mercury Special Situations Offshore Fund, Ltd. ("MSSOF") and Silvercreek SAV LLC ("Silvercreek"), for which Advisors serves as the investment adviser. Mr. David R. Jarvis is a managing member of Advisors. Mr. Jarvis disclaims beneficial ownership of the shares held
- (1) directly by MSSOF and Silvercreek, except to the extent of the pecuniary interest, if any, in such shares as a result of his membership interest in Advisors, which has a contingent right to receive a performance-based advisory fee from MSSOF and Silvercreek. That performance-based fee qualifies for the exemption set forth in Rule 16a-1(a)(2)(ii)(C) except in the limited circumstances where an investor in MSSOF or Silvercreek joins or withdraws from MSSOF or Silvercreek, as applicable.
  - (2) These shares were acquired by Advisors on behalf of MSSOF and Silvercreek. Mr. Malcolm F. MacLean IV is a managing member of Advisors. Mr. MacLean disclaims beneficial ownership of the shares held directly by MSSOF and Silvercreek, except to the extent of the pecuniary interest, if any, in such shares as a result of his membership interest in Advisors, which has a contingent right to receive a performance-based advisory fee from MSSOF and Silvercreek. That performance-based fee qualifies for the exemption set forth in Rule 16a-1(a)(2)(ii)(C) except in the limited circumstances where an investor in MSSOF or Silvercreek joins or withdraws from MSSOF or

## Edgar Filing: AMERICAN RETIREMENT CORP - Form 4

Silvercreek, as applicable.

(3) These shares are held directly by MSSOF.

(4) These shares are held directly by Silvercreek.

These shares were acquired by Advisors on behalf of MSSOF, Silvercreek, Mercury Special Situations Fund LP ("MSSF") and certain managed accounts (the "Managed Accounts"), for which Advisors serves as the investment advisor. Mr. Jarvis disclaims beneficial ownership of the shares held directly by MSSOF, Silvercreek, MSSF and the Managed Accounts except to the extent of the pecuniary

(5) interest, if any, in such shares as a result of his membership interest in Advisors, which has a contingent right to receive a performance-based advisory fee from MSSOF, Silvercreek, MSSF and the Managed Accounts, or as a result of his membership interest in MS II LLC (as defined below), of which he is a managing member. That performance-based fee qualifies for the exemption set forth in Rule 16A-1(a)(2)(ii)(C) except in the limited circumstances where an investor in MSSOF, Silvercreek, MSSF or a Managed Accounts joins or withdraws from MSSOF, Silvercreek, MSSF or a Managed Account, as applicable.

These shares were acquired by Advisors on behalf of MSSOF, Silvercreek, MSSF and the Managed Accounts. Mr. MacLean disclaims beneficial ownership of the shares held directly by MSSOF, Silvercreek, MSSF and the Managed Accounts except to the extent of the pecuniary interest, if any, in such shares as a result of his membership interest in Advisors, which has a contingent right to receive a

(6) performance-based advisory fee from MSSOF, Silvercreek, MSSF and the Managed Accounts, or as a result of his membership interest in MS II LLC, of which he is a managing member. That performance-based fee qualifies for the exemption set forth in Rule 16a-1(a)(2)(ii)(C) except in the limited circumstances where an investor in MSSOF, Silvercreek, MSSF or a Managed Account joins or withdraws from MSSOF, Silvercreek, MSSF, or a Managed Accounts, as applicable.

(7) These shares are held directly by MSSF.

These shares are held directly by MSSF. Mercury Securities II LLC ("MS II LLC") is the general partner of MSSF. MS II LLC

(8) disclaims beneficial ownership of these shares except to the extent of the pecuniary interest, if any, in such shares that may result from its partnership interest in MSSF.

The shares reported in Column 5 are held directly by certain private investment funds, including MSSOF, MSSF and Silvercreek (the "Funds"), and the Managed Accounts, for which Advisors serves as the investment advisor. Mr. Jarvis disclaims beneficial ownership of the shares held directly by the Funds and the Managed Accounts, except to the extent of the pecuniary interest, if any, in such shares as a

(9) result of his membership interest in Advisors, which has a contingent right to receive a performance-based advisory fee from each of the Funds and Managed Accounts, or as a result of his membership interest in MS II LLC. That performance-based fee qualifies for the exemption set forth in Rule 16a-1(a)(2)(ii)(C), except in the limited circumstances where an investor in a Fund or Managed Account joins or withdraws from such Fund or Managed Account, as applicable.

The shares reported in Column 5 are held directly by the Funds and the Managed Accounts, for which Advisors serves as the investment advisor. Mr. MacLean disclaims beneficial ownership of the shares held directly by the Funds and the Managed Accounts, except to the

(10) extent of the pecuniary interest, if any, in such shares as a result of his membership interest in Advisors, which has a contingent right to receive a performance-based advisory fee from each of the Funds and Managed Accounts, or as a result of his membership interest in MS II, LLC. That performance-based fee qualifies for the exemption set forth in Rule 16a-1(a)(2)(ii)(C), except in the limited circumstances where an investor in a Fund or Managed Account joins or withdraws from such Fund or Managed Account, as applicable.

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.