

Frese Calvin W Jr
Form 4/A
November 14, 2005

FORM 4

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

OMB APPROVAL

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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 *
Frese Calvin W Jr

2. Issuer Name and Ticker or Trading Symbol
CB RICHARD ELLIS GROUP INC
[CBG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

311 SOUTH WACKER
DRIVE, SUITE 400

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/30/2005

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
President, Americas

CHICAGO, IL 60606

4. If Amendment, Date Original Filed(Month/Day/Year)
10/03/2005

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

(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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Class A Common Stock	09/30/2005		M		20,503 (1) \$ 5.77	A	66,590 D
Class A Common Stock	09/30/2005		M		4,497 (1) \$ 5.77	A	71,087 D
Class A Common Stock	09/30/2005		S		4,497 (1) \$ 50	D	66,590 D
Class A Common Stock	09/30/2005		S		15,000 (1) \$ 50	D	51,590 D

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Common Stock				<u>(1)</u>				
Class A Common Stock	09/30/2005	S	20,503	<u>(1)</u>	D	\$ 50	31,087	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Option (Right to Buy)	\$ 5.77	09/30/2005		M	4,497 <u>(1)</u>	<u>(2)</u> 05/31/2012	Class A Common Stock	4,497
Stock Option (Right to Buy)	\$ 5.77	09/30/2005		M	20,503 <u>(1)</u>	<u>(3)</u> 07/20/2011	Class A Common Stock	20,503

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Frese Calvin W Jr 311 SOUTH WACKER DRIVE SUITE 400 CHICAGO, IL 60606			President, Americas	

Signatures

Brian D. McAllister,
Attorney-In-Fact

11/14/2005

__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).
- (1) The transaction reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 22, 2005.
- (2) This option vests and becomes exercisable at a rate of 20% per year over five (5) years commencing on May 31, 2002.
- (3) This option vests and becomes exercisable at a rate of 20% per year over five (5) years commencing on July 20, 2001.

Remarks:

This amendment is being filed to restate the transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

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

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