HAMLIN CLAY W III

Form 4 March 13, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

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Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

**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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* HAMLIN CLAY W III

(First)

(Street)

(Middle)

2. Issuer Name and Ticker or Trading

Symbol

**CORPORATE OFFICE** 

PROPERTIES TRUST [OFC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

3. Date of Earliest Transaction

(Month/Day/Year)

03/11/2009

\_X\_\_ Director Officer (give title

10% Owner \_ Other (specify

424 MULBERRY LANE

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

HAVERFORD, PA 19041

(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)	Code (Instr. 8)	4. Securition Dispose (Instr. 3, 4	d of (I and 5) (A) or	D))	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)	
Coomon Units-COPLP	03/11/2009		Code V	Amount 128,600	(D)	Price (1)	2,790,235 (2)	I	See footnote	
Common Shares-COPT	03/11/2009		A	128,600	A	<u>(1)</u>	138,600	I	See footnote (5)	
Common Shares - COPT	03/11/2009		S	128,600	D	\$ 23.55	10,000	I (3)	See footnote (3)	
Common Shares	03/11/2009		S	5,000	D	\$ 23.296	5,000	I	See footnote (3)	

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Common UnitsCOPLP	03/12/2009	С	241,500	D	<u>(1)</u>	2,528,735	I	See footnote (4)
Common Shares-COPT	03/12/2009	A	241,500	A	(1)	246,500	I	See footnote (6)
Common Shares-COPT	03/12/2009	S	241,500	D	\$ 23.98	5,000	I	See footnote (3)
Common SharesCOPT	03/12/2009	S	5,000	D	\$ 23.727	0	D	
Common UnitsCOPLP	03/13/2009	C	29,900	D	(1)	2,498,835	I	See Footnote (7)
Common SharesCOPT	03/13/2009	A	29,900	A	(1)	29,900	I	See footnote (8)
Common SharesCOPT	03/13/2009	S	29,900	D	\$ 23.941	0	D	

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

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amor Unde Secur	le and ant of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

HAMLIN CLAY W III

424 MULBERRY LANE X

HAVERFORD, PA 19041

## **Signatures**

Karen M. Singer, by Power of
Attorney 03/13/2009

\*\*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) Acquired through conversion of COPLP Units.
- (2) The 2,790,235 units are owned as follows: 96,317 by Clay W. Hamlin, III, 2,552,507 by LBCW Limited Partnership and 121,411 by Lynn Hamlin.
- (3) These shares are held in an IRA Account by Clay W. Hamlin, III.
- (4) The 2,528,735 units are owned as follows: 96,317 by Clay W. Hamlin, III, 2,311,007 by LBCW Limited Partnership and 121,411 by Lynn Hamlin.
- (5) These shares are owned 10,000 in an IRA Account by Clay W. Hamlin, III and 128,600 by LBCW Limited Partnership.
- (6) These shares are owned 5,000 in an IRA Account by Clay W. Hamlin, III and 241,500 by LBCW Limited Partnership.
- (7) The 2,498,835 units are owned as follows: 96,317 by Clay W. Hamlin, III, 2,281,107 by LBCW Limited Partnership and 121,411 by Lynn Hamlin.
- (8) These shares are owned by LBCW Limited Partnership.

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.

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