Edgar Filing: CORPORATE OFFICE PROPERTIES TRUST - Form 4

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CORPORATE OF Form 4	OFFICE PROP	ERTIES	TRUST									
May 16, 2008												
									PPROVAL			
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287			
Check this box if no longer subject to STATEMENT OF CHANG				GES IN BENEFICIAL OWNERSHIP OF SECURITIES						Expires: Estimated a burden hou response	irs per	
Form 5 obligations may continue <i>See</i> Instruction 1(b).	Section 17(a)	of the P		lity Hol	din	ng Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40			
(Print or Type Resp	onses)											
GRIFFIN RANDALL M S			2. Issuer Name and Ticker or Trading Symbol CORPORATE OFFICE PROPERTIES TRUST [OFC]					g	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(1+)	(Einst) (Mi					-	FCJ		Director	100	0	
(Month/I				Date of Earliest Transaction Ionth/Day/Year) 5/15/2008					Director 10% Owner X Officer (give titleX Other (specify below) below) President & CEO / Trustee			
	(Street) 4. If Amendment, I Filed(Month/Day/Ye				Day/Year) Applicable Line)				Applicable Line)	Ioint/Group Filing(Check One Reporting Person		
ELLICOTT CI	TY, MD 21042									Nore than One Re		
(City)	(State) (Z	Zip)	Table	I - Non-I	Der	ivative S	Securi	ties Acc	quired, Disposed of	f. or Beneficial	llv Owned	
	Transaction Date Month/Day/Year)	Execution any	ned	3. Transact Code	2 tion/ I	4. Securi Acquired Disposed	ties l (A) o l of (D	r)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of	
Comment				Code V	V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Shares 0	5/15/2008			F		1,626	D	<u>(1)</u>	455,858 <u>(2)</u>	D		

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.

 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)	4. Transact Code (Instr. 8)	5. iorNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	Date	Under Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
GRIFFIN RANDALL M								
11666 FARSIDE ROAD			President & CEO	Trustee				
ELLICOTT CITY, MD 21042								
Signatures								
Karen M. Singer, by Power of Attorney		05/15/20	008					

**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) These shares were forfeited in a net share settlement in connection with restrictions lapsing on restricted shares.
- As of 5/15/08, common shares comprised of 2,525 owned by spouse and daughters, 138,969 restricted, 74,177 owned RMG Security Trust, 238,187 without restriction and 2,000 by 401k plan.

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.