

CORPORATE OFFICE PROPERTIES TRUST

Form 4

July 25, 2011

**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 \*  
SHIDLER JAY H

2. Issuer Name and Ticker or Trading Symbol  
CORPORATE OFFICE PROPERTIES TRUST [OFC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Trustee

6711 COLUMBIA GATEWAY DRIVE, SUITE 300

07/21/2011

(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  
 Form filed by More than One Reporting Person

COLUMBIA, MD 21046

(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		
COPLP Units	07/21/2011		C		5,521 D <u>(1)</u>	1,821,811	D <u>(4)</u>
Common Shares	07/21/2011		M		5,521 A <u>(3)</u>	9,521	D
Common Shares	07/21/2011		S		5,521 <u>(2)</u> D \$ 31.96	4,000	D
COPLP Units	07/25/2011		C		5,955 D <u>(1)</u>	1,815,856	D <u>(5)</u>
Common Shares	07/25/2011		M		5,955 A <u>(3)</u>	9,955	D



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(4) These units are owned as follows: 431,893 by Jay H. Shidler and 1,389,918 by Shidler Equities, L.P.

(5) These units are owned as follows: 431,893 by Jay H. Shidler and 1,383,963 by Shidler Equities, L.P.

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.