

WASHINGTON REAL ESTATE INVESTMENT TRUST
Form 8-K
July 26, 2006

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) July 26, 2006

WASHINGTON REAL ESTATE INVESTMENT TRUST

(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction

1-6622
(Commission File Number)

53-0261100
(IRS Employer

of incorporation)

6110 Executive Boulevard, Suite 800, Rockville, Maryland 20852

Identification Number)

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (301) 984- 9400

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

On July 26, 2006, Washington Real Estate Investment Trust (WRIT) completed the re-opening of its series of 5.95% senior unsecured notes due June 15, 2011, originally issued on June 6, 2006, and the sale of an additional \$50,000,000 aggregate principal amount of its 5.95% senior unsecured notes due June 15, 2011, at a price of 100.127% of their principal amount (the Notes). The sale of the Notes was pursuant to an Underwriting Agreement dated July 21, 2006, between WRIT, Credit Suisse Securities (USA) LLC, J.P. Morgan Securities Inc. and Wells Fargo Securities, LLC. Upon the closing of the additional issuance, \$150,000,000 aggregate principal amount of WRIT s 5.95% senior unsecured notes due June 15, 2011 were outstanding.

The Notes were issued on July 26, 2006 pursuant to a Registration Statement on Form S-3 (No. 333-114410), filed with the Securities and Exchange Commission (the SEC) on April 12, 2004, and declared effective on April 29, 2004. A Prospectus Supplement dated July 21, 2006 relating to the Notes (the Prospectus Supplement) and supplementing the Prospectus dated April 29, 2004 (the Prospectus) was filed with the SEC on July 21, 2006 pursuant to Rule 424(b)(5) under the Securities Act of 1933, as amended.

Interest on the Notes is payable semiannually in arrears on June 15 and December 15 of each year, beginning December 15, 2006. Interest on the Notes will accrue from June 6, 2006. The Notes will rank equally with all other unsecured senior indebtedness of WRIT. The Notes may be redeemed in whole or in part at any time before maturity at the redemption prices described in the Prospectus Supplement and will not be subject to any sinking fund. Descriptions of the terms of the Notes are included under the caption Description of the Notes in the Prospectus Supplement and under the caption Description of Debt Securities in the Prospectus. The form of the Notes and the Officers Certificate establishing the terms of the Notes are attached to this Current Report on Form 8-K as Exhibits 4.1 and 4.2, respectively.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

The following exhibits are filed with this report on Form 8-K:

Exhibit No.	Description
4.1	Form of 5.95% Senior Notes due June 15, 2011
4.2	Officers Certificate establishing the terms of the Notes, dated July 21, 2006

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FA13\$1,454,523.0461.61%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable8\$906,360.0138.39%0\$
MORTGAGE,
LLC5\$1,433,499.207.15%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable69\$18,605,579.1492.85%0\$
MORTGAGE,
LLC3\$621,189.1931.35%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable4\$1,360,589.4468.65%0\$
MORTGAGE,
LLC147\$31,293,044.3425.03%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable428\$93,720,387.47%0\$
MORTGAGE,
LLC42\$11,175,219.0031.4%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable102\$24,409,287.9068%
MORTGAGE,
LLC1\$363,000.0025.35%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable4\$1,069,000.0074.65%0\$
MORTGAGE,
LLC6\$1,610,651.0024.23%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable19\$5,036,468.6975.77%
MORTGAGE,
LLC3\$671,801.004.34%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable53\$14,804,295.0195.66%0\$
MORTGAGE,
LLC24\$7,297,106.836.98%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable364\$97,306,184.1993.0%
MORTGAGE,
LLC4\$738,500.001.48%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable164\$49,256,372.7398.52%
MORTGAGE,
LLC31\$8,376,532.807.93%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable369\$97,195,609.8592.0%
MORTGAGE,
LLC11\$3,017,689.9820.58%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable47\$11,647,618.6879.4%
MORTGAGE,
LLC40\$11,415,792.3169.74%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable21\$4,952,278.7530.2%
INC.9\$2,813,950.0083.21%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable2\$567,647.8616.79%0\$
INC.22\$5,885,186.0840.56%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable28\$8,625,266.7859.44%
INC.36\$9,006,795.2964.19%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable17\$5,025,714.1235.81%
INC.90\$27,861,484.2015.4%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable510\$153,090,576.898%
INC.23\$7,324,872.0122.88%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable77\$24,686,256.8077.1%
INC.34\$9,234,083.1361.09%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable21\$5,881,997.1738.91%
DIRECT
DELIVERY11\$1,262,114.28100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 11\$1,262,114.28100%**
DIRECT
DELIVERY11\$1,494,848.99100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 11\$1,494,848.99100%**
DIRECT
DELIVERY45\$10,360,162.34100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 45\$10,360,162.34100%**
DIRECT
DELIVERY14\$1,269,027.68100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 14\$1,269,027.68100%**
DIRECT
DELIVERY17\$1,051,333.42100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 17\$1,051,333.42100%**
DIRECT
DELIVERY13\$1,293,200.00100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 13\$1,293,200.00100%**
LOANS
INC.59\$14,320,788.50100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 59\$14,320,788.50100%0\$0.00**
LOANS
INC.85\$20,328,900.00100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 85\$20,328,900.00100%0\$0.00**
BANK
F.S.B.19\$1,931,730.60100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 19\$1,931,730.60100%0\$0.00**
BANK,
N.A.30\$2,048,023.08100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 30\$2,048,023.08100%0\$0.00**

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BANK,
N.A.86\$5,342,298.05100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 86\$5,342,298.05100%0\$0.00**

BANK,
N.A.23\$1,360,250.64100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 23\$1,360,250.64100%0\$0.00**

BANK,
N.A.24\$2,424,708.27100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 24\$2,424,708.27100%0\$0.00**

BANK,
N.A.67\$6,492,353.62100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 67\$6,492,353.62100%0\$0.00**

BANK,
N.A.53\$7,118,826.67100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 53\$7,118,826.67100%0\$0.00**

BANK,
N.A.67\$8,719,390.07100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 67\$8,719,390.07100%0\$0.00**

BANK,
N.A.16\$1,915,423.47100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 16\$1,915,423.47100%0\$0.00**

BANK,
N.A.29\$4,726,686.15100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 29\$4,726,686.15100%0\$0.00**

BANK,
N.A.33\$5,337,711.77100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 33\$5,337,711.77100%0\$0.00**

BANK,
N.A.10\$2,677,235.01100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 10\$2,677,235.01100%0\$0.00**

BANK,
N.A.8\$2,212,915.34100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 8\$2,212,915.34100%0\$0.00**

BANK,
N.A.6\$1,478,299.42100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 6\$1,478,299.42100%0\$0.00**

BANK,
N.A.6\$1,390,383.76100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 6\$1,390,383.76100%0\$0.00**

AND KRAMER MORTGAGE CORP. D/B/A 1ST ADVANTAGE
MORTGAGE12\$3,572,350.0086.39%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable2\$563,000.00

AND KRAMER MORTGAGE CORP. D/B/A 1ST ADVANTAGE
MORTGAGE8\$1,967,000.00100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 8\$1,967,000.00100%**

FARGO BANK,
N.A.126\$12,339,448.7765.03%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable68\$6,635,595.9134

FARGO BANK,
N.A.169\$21,686,453.0564.7%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable91\$11,830,152.1535

FARGO BANK,
N.A.243\$55,351,550.2380.06%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable55\$13,788,085.801

FARGO BANK,
N.A.32\$2,852,096.0686.45%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable4\$446,873.9513.55%

FARGO BANK,
N.A.10\$6,313,700.0056.14%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable8\$4,932,346.9443.86%

FARGO BANK,
N.A.169\$50,827,505.00100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 169\$50,827,505.00100%**

FARGO BANK,
N.A.15\$4,380,500.0023.2%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable56\$14,503,182.8476.8%

BRANCH BANKING AND TRUST
COMPANY18\$3,316,583.5993.9%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable2\$215,471.146.

BANK,
N.A.13\$1,393,104.62100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 13\$1,393,104.62100%0\$0.00**

BRANCH BANKING AND TRUST
COMPANY9\$1,919,005.1849.83%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable9\$1,932,310.91

BRANCH BANKING AND TRUST

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COMPANY5\$1,058,769.7255.67%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable5\$842,974.954
 LOANS
 INC.17\$4,748,550.00100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 17\$4,748,550.00100%0\$0.00**
 LOANS
 INC.45\$12,659,925.00100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 45\$12,659,925.00100%0\$0.00**
 LOANS
 INC.28\$7,290,775.00100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 28\$7,290,775.00100%0\$0.00**
 LOANS
 INC.14\$1,315,743.55100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 14\$1,315,743.55100%0\$0.00**
 FARGO BANK,
 N.A.234\$94,933,788.0347.45%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable256\$105,135,683.4
 FARGO BANK,
 N.A.2,236\$525,611,131.3351.14%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable2,024\$502,106,2
 FARGO BANK,
 N.A.77\$5,003,793.8174.66%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable30\$1,698,714.9025.34
 FARGO BANK,
 N.A.32\$6,957,596.0040.75%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable47\$10,114,783.6259.2
 FARGO BANK,
 N.A.12\$3,195,747.6019.95%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable39\$12,819,935.6880.0
 BANK,
 N.A.186\$56,317,084.06100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 186\$56,317,084.06100%0\$0.00**
 BANK,
 N.A.144\$39,717,007.34100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 144\$39,717,007.34100%0\$0.00**
 BANK,
 N.A.17\$3,982,366.86100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 17\$3,982,366.86100%0\$0.00**
 THIRD
 BANK96\$15,975,580.3955.46%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable62\$12,831,088.30
 THIRD
 BANK24\$2,759,161.4168.01%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable10\$1,297,981.2431.
 THIRD
 BANK7\$1,521,399.0752.21%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable5\$1,392,403.0947.79
 MORTGAGE, LLC/DBACHAMPION MORTGAGE
 COMPANY6\$1,211,033.5027.49%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable12\$3,194,558.5
 MORTGAGE, LLC/DBACHAMPION MORTGAGE
 COMPANY8\$1,060,083.0067.18%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable4\$517,992.7532
 THIRD
 BANK25\$2,164,497.08100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 25\$2,164,497.08100%0\$0.00**
 THIRD
 BANK409\$39,583,442.73100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 409\$39,583,442.73100%**
 THIRD
 BANK16\$1,542,046.71100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 16\$1,542,046.71100%0\$0.00**
 THIRD
 BANK11\$1,445,995.92100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 11\$1,445,995.92100%0\$0.00**
 THIRD
 BANK48\$2,512,868.58100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 48\$2,512,868.58100%0\$0.00**
 MORTGAGE, LLC/DBACHAMPION MORTGAGE
 COMPANY36\$8,918,250.8475.3%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable11\$2,925,692.0
 SAVINGS
 FA41\$8,048,372.5151.93%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable44\$7,449,938.5348.07%
 SAVINGS
 FA30\$4,860,598.6647.04%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable43\$5,472,659.6452.96%

AND TRADERS TRUST

COMPANY19\$1,328,320.1493.04%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable1\$99,368.956.

MORTGAGE

CORPORATION5\$1,010,100.0053.79%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable5\$867,800.

MORTGAGE

CORPORATION11\$2,193,100.0042.67%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable14\$2,946.

MORTGAGE

CORPORATION7\$1,430,435.8527.23%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA Unavailable18\$3,823,4.

LOANS

INC.13\$3,146,101.20100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 13\$3,146,101.20100%0\$0.00**

ACCESS CORP.DBA WEICHERT FINANCIAL

SERVICES18\$4,999,973.32100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 18\$4,999,973.32100%**

ACCESS CORP.DBA WEICHERT FINANCIAL

SERVICES7\$1,430,500.00100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 7\$1,430,500.00100%0\$0.00**

THIRD

BANK77\$10,171,235.95100%0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA0\$0.00NA**Total 77\$10,171,235.95100%0\$0.00**