Edgar Filing: WELLS REAL ESTATE INVESTMENT TRUST II INC - Form 4

WELLS REAL ESTATE INVESTMENT TRUST II INC

Form 4

February 17, 2009

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

OMB APPROVAL OMB

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

WELLS LEO F III

WELLS REAL ESTATE

INVESTMENT TRUST II INC

[N/A]

3. Date of Earliest Transaction

(Middle)

_X__ Director 10% Owner X_ Officer (give title

(Check all applicable)

President

below)

Other (specify below)

6200 THE CORNERS PARKWAY (Street)

(First)

02/13/2009

(Month/Day/Year)

Filed(Month/Day/Year)

4. If Amendment, Date Original

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

NORCROSS, GA 30092

(State) (Zip) (City) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of 7. Nature of

Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) (Instr. 3) (Instr. 3, 4 and 5) Code (Month/Day/Year) (Instr. 8) (A) or

Securities Ownership Beneficially Form: Owned Following Direct (D) or Indirect Reported Transaction(s) (Instr. 4)

D

(Instr. 3 and 4) Price

Ownership (Instr. 4)

Indirect

Beneficial

Common 02/13/2009 Stock

02/13/2009

Common

Stock

P 12.8564

Amount

0.4226

(D)

Α

Code V

P

130,044.8532 9.05

\$ 9.3 1.728.1781

I **Spouse**

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

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SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date		4. T	5.	6. Date Exer		7. Titl		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D			int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day	(Year)	Under	, ,	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	erivative		Securities		(Instr. 5)	Bene
	Derivative				Securities		(Instr. 3 and 4)			Owne	
	Security				Acquired	Acquired					Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)					(Instr	
					(Instr. 3,						(211512
						4, and 5)					
					4, and 3)						
									Amount		
						.	.		or		
						Date Exercisable	Expiration Date	Title	Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

WELLS LEO F III

6200 THE CORNERS PARKWAY X President

NORCROSS, GA 30092

Signatures

Leo F. Wells, III 02/17/2009 **Signature of Date Reporting Person

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).

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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