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

FORM 10-Q

(Mark one)

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

For the quarterly period ended September 30, 2000

or

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

For the transition period from _____ to _____

Commission file number 0-20047

Corporate Office Properties Trust
(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction of
incorporation or organization)

23-2947217
(IRS Employer
Identification No.)

8815 Centre Park Drive, Suite 400, Columbia MD
(Address of principal executive offices)

21045
(Zip Code)

Registrant's telephone number, including area code: (410) 730-9092

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

On November 9, 2000, 20,573,136 shares of the Company's Common Shares of Beneficial Interest, \$0.01 par value, were issued.

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PART I. FINANCIAL INFORMATION

ITEM 1. Financial Statements

Corporate Office Properties Trust and Subsidiaries
Consolidated Balance Sheets
(Dollars in thousands)

<TABLE>
<CAPTION>

December 31, 1999	September 30, 2000
	(unaudited)
	<C>
Assets	
Investment in real estate:	
Operating properties, net	\$ 692,496
\$ 662,664	
Projects under construction	43,467
33,825	

Total commercial real estate properties, net	735,963
696,489	
Investments in and advances to unconsolidated real estate joint ventures	8,606
--	

Investment in real estate	744,569
696,489	
Cash and cash equivalents	3,259
2,376	
Restricted cash	2,007
2,041	
Accounts receivable, net	3,571
1,928	
Investment in and advances to other unconsolidated entities	4,074
3,661	
Deferred rent receivable	7,882
4,634	
Deferred charges, net	12,667
7,525	
Prepaid and other assets	6,836
2,380	

Total assets	\$ 784,865
\$ 721,034	
=====	

Liabilities and shareholders' equity	
Liabilities:	
Mortgage and other loans payable	\$ 465,696
\$ 399,627	
Accounts payable and accrued expenses	6,435
6,597	
Rents received in advance and security deposits	5,351
3,776	
Dividends and distributions payable	7,090
6,298	

Total liabilities	484,572
416,298	

Minority interests:	
Preferred Units in the Operating Partnership	24,367
24,367	
Common Units in the Operating Partnership	81,402
88,170	
Other consolidated partnerships	115
98	

Total minority interests	105,884
112,635	

Commitments and contingencies (Note 13)	
Shareholders' equity:	
Preferred Shares (\$0.01 par value; 5,000,000 shares authorized);	
1,025,000 designated as Series A Convertible Preferred Shares of	
beneficial interest (shares issued of 1 at September 30, 2000 and	
984,308 with an aggregate liquidation	
preference of \$24,608 at December 31, 1999)	--
10	
1,725,000 designated as Series B Cumulative Redeemable Preferred Shares of beneficial	
interest (1,250,000 shares issued with an aggregate liquidation preference of \$31,250)	12
12	
Common Shares of beneficial interest (\$0.01 par value; 45,000,000 shares	
authorized, shares issued of 20,573,136 at September 30, 2000 and	
17,646,046 at December 31, 1999)	206
176	
Additional paid-in capital	209,384
202,867	
Accumulated deficit	(10,379)
(7,547)	
Value of unearned restricted Common Share grants	(3,399)
(3,417)	
Treasury Shares, at cost (166,600 shares at September 30, 2000)	(1,415)
--	

Total shareholders' equity	194,409
192,101	

Total liabilities and shareholders' equity	\$ 784,865
\$ 721,034	
=====	

</TABLE>

See accompanying notes to financial statements.

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Corporate Office Properties Trust and Subsidiaries
Consolidated Statements of Operations

(Dollars in thousands, except per share data)
(unaudited)

<TABLE>
<CAPTION>

	For the three months ended		For the nine months ended	
	September 30,		September 30,	
	2000	1999	2000	1999
	<C>	<C>	<C>	<C>
Revenues				
Rental revenue	\$ 23,980	\$ 17,471	\$ 69,040	\$ 50,879
Tenant recoveries and other revenue	4,059	2,989	11,277	7,646
Total revenues	28,039	20,460	80,317	58,525
Expenses				
Property operating	8,050	6,051	23,095	16,439
General and administrative	1,319	631	3,827	2,316
Interest	7,850	4,990	22,188	15,409
Amortization of deferred financing costs	349	168	966	715
Depreciation and other amortization	4,295	3,087	12,475	8,766
Total expenses	21,863	14,927	62,551	43,645
Income before equity in (loss) income of Service				
Companies, gain on sales of rental properties,				
minority interests and extraordinary item	6,176	5,533	17,766	14,880
Equity in (loss) income of Service Companies	(111)	(43)	(112)	283
Income before gain on sales of rental properties,				
minority interests and				
extraordinary item	6,065	5,490	17,654	15,163
Gain on sales of rental properties	--	--	57	1,140

Income before minority interests and extraordinary item	6,065	5,490	17,711	16,303
Minority interests				
Common Units in the Operating Partnership	(1,693)	(591)	(4,828)	(1,757)
Preferred Units in the Operating Partnership	(572)	(853)	(1,668)	(2,559)
Other consolidated partnership	(6)	--	(17)	--
Income before extraordinary item	3,794	4,046	11,198	11,987
Extraordinary item - loss on early retirement of debt	(109)	--	(151)	(838)
Net income	3,685	4,046	11,047	11,149
Preferred Share dividends	(781)	(1,060)	(3,020)	(1,736)
Net income available to Common Shareholders	\$ 2,904	\$ 2,986	\$ 8,027	\$ 9,413
Basic Earnings per Common Share				
Income before extraordinary item	\$ 0.15	\$ 0.18	\$ 0.44	\$ 0.61
Extraordinary item	--	--	--	(0.05)
Net income	\$ 0.15	\$ 0.18	\$ 0.44	\$ 0.56
Diluted Earnings per Common Share				
Income before extraordinary item	\$ 0.15	\$ 0.16	\$ 0.43	\$ 0.53
Extraordinary item	(0.01)	--	(0.01)	(0.04)
Net income	\$ 0.14	\$ 0.16	\$ 0.42	\$ 0.49

</TABLE>

See accompanying notes to financial statements.

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Corporate Office Properties Trust and Subsidiaries
Consolidated Statements of Cash Flows

(Dollars in thousands)
(unaudited)

<TABLE>
<CAPTION>

	For the nine months ended September 30,	
	2000	1999
<S>	<C>	<C>
Cash flows from operating activities		
Net income	\$ 11,047	\$ 11,149
Adjustments to reconcile net income to net cash provided by operating activities:		
Minority interests	6,513	4,316
Depreciation and other amortization	12,475	8,766
Amortization of deferred financing costs	966	715
Equity in loss (income) of Service Companies	112	(283)
Gain on sales of rental properties	(57)	(1,140)
Extraordinary item - loss on early retirement of debt	151	838
Increase in deferred rent receivable	(3,311)	(2,135)
Increase in accounts receivable, restricted cash and prepaid and other assets	(3,394)	(1,331)
Increase in accounts payable, accrued expenses, rents received in advance and security deposits	2,532	1,204
Net cash provided by operating activities	27,034	22,099
Cash flows from investing activities		
Purchases of and additions to commercial real estate properties	(49,120)	(70,618)
Proceeds from sales of rental properties	602	29,970
Investments in and advances to unconsolidated real estate joint ventures	(8,606)	(37,199)
Investments in and advances (to) from other unconsolidated entities	(525)	937
Leasing commissions paid	(5,730)	(1,859)
Increase in prepaid and other assets	(2,671)	(201)
Net cash used in investing activities	(66,050)	(78,970)
Cash flows from financing activities		
Deferred financing costs paid	(1,212)	(1,983)
Proceeds from mortgage and other loans payable	95,818	170,991
Repayments of mortgage and other loans payable	(33,496)	(130,145)
Increase in other liabilities	--	1,393

Purchase of Treasury Shares	(1,415)	--
Net proceeds from issuance of Preferred Shares	--	29,450
Net proceeds from issuance of Common Shares	265	--
Net proceeds from issuance of share options	171	--
Dividends paid	(13,493)	(10,078)
Distributions paid	(6,739)	(4,149)

Net cash provided by financing activities	39,899	55,479

Net increase (decrease) in cash and cash equivalents	883	(1,392)
Cash and cash equivalents		
Beginning of period	2,376	2,349

End of period	\$ 3,259	\$ 957
=====		

</TABLE>

See accompanying notes to financial statements.

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Corporate Office Properties Trust and Subsidiaries
Notes to Consolidated Financial Statements

(Dollars in thousands, except per share data)
(unaudited)

Note 1 Organization

Corporate Office Properties Trust ("COPT") and subsidiaries (the "Company") is a fully integrated and self-managed real estate investment trust ("REIT"). We focus principally on the ownership, management, leasing, acquisition and development of suburban office properties located in select submarkets in the Mid-Atlantic region of the United States. COPT is qualified as a REIT as defined in the Internal Revenue Code and is the successor to a corporation organized in 1988. As of September 30, 2000, our portfolio included 81 office properties and one retail property.

We conduct almost all of our operations principally through our operating partnership, Corporate Office Properties, L.P. (the "Operating Partnership"), for which we are the managing general partner. The Operating Partnership owns real estate both directly and through subsidiary partnerships and limited liability companies ("LLCs"). The Operating Partnership also owns the principal economic interest and, collectively with our Chief Executive Officer and Chief Operating Officer, 49.5% of the voting stock of Corporate Office Management, Inc. ("COMI") (together with its subsidiaries defined as the "Service Companies"). A summary of our Operating Partnership's forms of ownership and the percentage of those ownership forms owned by COPT as of September 30, 2000 follows:

	% Owned by COPT

Common Units	66%
Series A Preferred Units	100%
Series B Preferred Units	100%
Series C Preferred Units	0%

Note 2 Basis of Presentation

These notes to our interim financial statements highlight significant changes to the notes to the financial statements included in our 1999 Form 10-K. As a result, these notes to our interim financial statements should be read together with the financial statements and notes thereto included in our 1999 Form 10-K. The interim financial statements on the previous pages reflect all adjustments which we believe are necessary for the fair presentation of our financial position and results of operations for the interim periods presented. These adjustments are of a normal recurring nature. The results of operations for such interim periods are not necessarily indicative of the results for a full year.

We use three different accounting methods to report our investments in entities: the consolidation method, the equity method and the cost method.

Consolidation Method

We use the consolidation method when we own most of the outstanding voting interests in an entity and can control its operations. This means the accounts of the entity are combined with our accounts. We eliminate balances and transactions between companies when we consolidate these accounts. Our consolidated financial statements include the accounts of:

- o COPT,
- o the Operating Partnership and its subsidiary partnerships and LLCs, and
- o Corporate Office Properties Holdings, Inc. (we own 100%).

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Equity Method

We use the equity method of accounting when we own an interest in an entity and can exert significant influence over the entity's operations but cannot control the entity's operations. Under the equity method, we report:

- o our ownership interest in the entity's capital as an investment on our Consolidated Balance Sheets and
- o our percentage share of the earnings or losses from the entity in our Consolidated Statements of Operations.

Cost Method

We use the cost method of accounting when we own an interest in an entity and cannot exert significant influence over the entity's operations. Under the cost method, we report:

- o the cost of our investment in the entity as an investment on our Consolidated Balance Sheets and
- o distributions to us of the entity's earnings in our Consolidated Statements of Operations.

Note 3 Summary of Significant Accounting Policies

Use of Estimates in the Preparation of Financial Statements

We make estimates and assumptions when preparing financial statements under generally accepted accounting principles. These estimates and assumptions affect various matters, including:

- o our reported amounts of assets and liabilities in our Consolidated Balance Sheets at the dates of the financial statements,
- o our disclosure of contingent assets and liabilities at the dates of the financial statements, and
- o our reported amounts of revenues and expenses in our Consolidated Statements of Operations during the reporting periods.

These estimates involve judgements with respect to, among other things, future economic factors that are difficult to predict and are often beyond management's control. As a result, actual amounts could differ from these estimates.

Minority Interests

As discussed previously, we consolidate the accounts of our Operating Partnership into our financial statements. However, we do not own 100% of the Operating Partnership. Our Operating Partnership also does not own 11% of one of its subsidiary partnerships. The amounts reported for minority interests on our Consolidated Balance Sheets represent the portion of these consolidated entities' equity that we do not own. The amounts reported for minority interests on our Consolidated Statements of Operations represent the portion of these consolidated entities' net income not allocated to us.

Common Units of the Operating Partnership ("Common Units") are substantially similar economically to our Common Shares of beneficial interest ("Common Shares"). Common Units are also exchangeable into our Common Shares, subject to certain conditions.

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Our Operating Partnership issued 974,662 Series C Preferred Units in connection with a property acquisition in December 1999. Our Operating Partnership issued 42,000 additional Series C Preferred Units on July 1, 2000 in connection with the cancellation of ten-year detachable warrants exercisable for an additional number of Common Units. Owners of these units are entitled to a priority annual return equal to 9% of their liquidation preference through December 20, 2009, 10.5% for the five following years and 12% thereafter. These units are convertible, subject to certain restrictions, commencing December 21, 2000 into Common Units in the Operating Partnership on the basis of 2.381 Common Units for each Series C Preferred Unit, plus any accrued return. The Common Units would then be exchangeable for Common Shares, subject to certain conditions.

Our Operating Partnership issued 2,100,000 preferred units in connection with an October 1997 property acquisition (the "Initial Preferred Units"). These units were converted into Common Units on the basis of 3.5714 Common Units for each Initial Preferred Unit in October 1999. Prior to converting these units,

owners were entitled to a priority annual return equal to 6.5% of their liquidation preference.

Earnings Per Share ("EPS")

We present both basic and diluted EPS. We compute basic EPS by dividing income available to common shareholders by the weighted-average number of Common Shares outstanding during the period. Our computation of diluted EPS is similar except that:

- o the denominator is increased to include the weighted average number of potential additional Common Shares that would have been outstanding if securities that are convertible into our Common Shares were converted and
- o the numerator is adjusted to add back any convertible preferred dividends and any other changes in income or loss that would result from the assumed conversion into Common Shares.

Our computation of diluted EPS does not assume conversion of securities into our Common Shares if conversion of those securities would increase our diluted EPS in a given period. A summary of the numerator and denominator for purposes of our basic and diluted EPS calculations is as follows (dollars and shares in thousands):

<TABLE>
<CAPTION>

	Three months ended September 30,		Nine months ended September 30,	
	2000	1999	2000	1999
Numerator:				
<S>	<C>	<C>	<C>	<C>
Net income available to Common Shareholders	\$ 2,904	\$ 2,986	\$ 8,027	\$ 9,413
Add: Extraordinary loss	109	--	151	838
Numerator for basic earnings per share before extraordinary item	3,013	2,986	8,178	10,251
Add: Minority interests - Initial Preferred Units	--	853	--	2,559
Numerator for diluted earnings per share before extraordinary item	3,013	3,839	8,178	12,810
Less: Extraordinary loss	(109)	--	(151)	(838)
Numerator for diluted earnings per share for net income	<u>\$ 2,904</u>	<u>\$ 3,839</u>	<u>\$ 8,027</u>	<u>\$ 11,972</u>
Denominator (all weighted averages):				
Common Shares - basic	19,934	17,037	18,439	16,881
Assumed conversion of share options	239	18	146	9
Assumed conversion of Common Unit warrants	--	--	316	--
Conversion of Initial Preferred Units	--	7,500	--	7,500
Denominator for diluted earnings per share	<u>20,173</u>	<u>24,555</u>	<u>18,901</u>	<u>24,390</u>

</TABLE>

Our diluted EPS computation for the three months ended September 30, 2000 only assumes conversion of share options because conversions of Preferred Units, Series A Preferred Shares of beneficial interest (the "Series A Preferred Shares") and Common Units would increase diluted EPS in that period. Our diluted EPS computation for the three months ended September 30, 1999 only assumes conversion of share options and

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Initial Preferred Units because conversions of Series A Preferred Shares and Common Units would increase diluted EPS in that period.

Our diluted EPS computation for the nine months ended September 30, 2000 only assumes conversion of share options and Common Unit warrants because conversions of Preferred Units, Series A Preferred Shares and Common Units would increase diluted EPS in that period. Our diluted EPS computation for the nine months ended September 30, 1999 only assumes conversion of share options and Initial Preferred Units because conversions of Series A Preferred Shares and Common Units would increase diluted EPS in that period.

Reclassification

We reclassified certain amounts from prior periods to conform to the current period presentation of our consolidated financial statements. These reclassifications did not affect consolidated net income or shareholders' equity.

Recent Accounting Pronouncements

In June 1998, the Financial Accounting Standards Board ("FASB") issued SFAS No. 133, "Accounting for Derivative Instruments and Hedging Activities." SFAS No. 133 and related amendments establish accounting and reporting standards for derivative financial instruments and for hedging activities. It requires that an entity recognize all derivatives as assets or liabilities in the balance sheet and measure those instruments at fair value. Changes in the fair value of derivatives are recorded each period in current earnings or other comprehensive income depending on whether a derivative is designated as part of a hedge transaction and, if it is, the type of hedge transaction. We plan to adopt these standards beginning January 1, 2001. As of September 30, 2000, we were evaluating the impact of the adoption of these standards on our financial position and results of operations.

Effective July 1, 2000, the FASB issued FIN No. 44, "Accounting for Certain Transactions Involving Stock Compensation." FIN No. 44 clarifies the application of the Accounting Principle Board's Opinion No. 25, "Accounting for Stock Issued to Employees" for certain issues, including the definition of the term "employee", the criteria for determining whether a plan qualifies as a noncompensatory plan, the accounting consequence of various modifications to previous issuances and the accounting for an exchange of stock compensation awards in a business compensation. We adopted FIN No. 44 effective July 1, 2000. The primary impact of our adoption of this Interpretation is that we and the Service Companies recognize additional expenses from share options issued to employees for the following:

- o the share price appreciation and future vesting relating to share options that were repriced in 1999, and
- o the issuance of share options to employees of CRM and MGK (all defined in Note 7).

Our adoption of this Interpretation resulted in a \$65 increase in general and administrative expenses and \$31 decrease in our equity in income of the Service Companies during the three months and nine months ended September 30, 2000.

Note 4 Commercial Real Estate Properties

Operating properties consisted of the following:

	September 30, 2000	December 31, 1999
Land	\$ 136,723	\$ 135,641
Buildings and improvements	585,067	544,967
Furniture, fixtures and equipment	345	335
	722,135	680,943
Less: accumulated depreciation	(29,639)	(18,279)
	\$ 692,496	\$ 662,664
	=====	=====

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Projects we had under construction/development consisted of the following:

	September 30, 2000	December 31, 1999
Land	\$21,888	\$13,158
Construction in progress	21,579	20,667
	\$43,467	\$33,825
	=====	=====

2000 Acquisitions

We acquired a 74,513 square foot office building located in Hanover, Maryland for \$7,464 on April 18, 2000.

We also acquired the following properties during the nine months ended September 30, 2000:

- o a parcel of land located in Cranbury, New Jersey for \$633 on March 20, 2000,
- o a parcel of land located in Columbia, Maryland for \$4,036 on March 29, 2000,
- o a parcel of land located in Annapolis Junction, Maryland for \$3,022 on May 26, 2000,
- o a parcel of land located in Cranbury, New Jersey for \$283 on June 5, 2000,
- o a parcel of land located in Annapolis Junction, Maryland for \$364 on

- o June 30, 2000, and a parcel of land located in Columbia, Maryland for \$3,958 on September 28, 2000.

All of these land parcels are contiguous to certain of our existing operating properties.

2000 Construction/Development

During the nine months ended September 30, 2000, we completed the construction of three office buildings totaling 243,087 square feet. Two of these buildings totaling 185,807 square feet are located in the Baltimore/Washington Corridor with the balance located in Dayton, New Jersey.

As of September 30, 2000, we also had construction underway on five new buildings and development underway on three parcels of land.

2000 Disposition

We sold a 46,134 square foot retail property located in Minot, North Dakota for \$2,970 on June 19, 2000. We realized a gain of \$57 on the sale of this property, which was the last of our retail properties located in the Midwest region of the United States.

Note 5 Investments in and Advances to Unconsolidated Real Estate Joint Ventures

On September 28, 2000, we acquired an 80% interest in Gateway 67, LLC, a newly organized joint venture developing a parcel of land located in Columbia, Maryland. On September 29, 2000, we acquired a 10% interest in NBP 201, LLC, a newly organized joint venture constructing an 118,000 square foot office building on a parcel of land located in Annapolis Junction. We account for our investments in these joint ventures using the equity method of accounting. Our investments in and advances to these joint ventures at September 30, 2000 included the following:

Advances receivable	\$ 4,610
Equity investments	3,996

Total	\$ 8,606
	=====

Note 6 Accounts Receivable

Our accounts receivable are reported net of an allowance for bad debts of \$43 at September 30, 2000 and \$10 at December 31, 1999.

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Note 7 Investment in and Advances to Other Unconsolidated Entities

We account for our investment in COMI and its subsidiaries, Corporate Realty Management, LLC ("CRM"), Corporate Development Services, LLC ("CDS") and Martin G. Knott and Associates, LLC ("MGK") using the equity method of accounting. Our investment in and advances to the Service Companies included the following:

	September 30, 2000	December 31, 1999
	-----	-----
Notes receivable	\$2,005	\$2,005
Equity investment	695	807
Advances receivable	835	849
	-----	-----
Total	\$3,535	\$3,661
	=====	=====

On July 18, 2000, COMI acquired the remaining 25% interest in CRM.

On August 3, 2000, we acquired a 2% interest in MediTract, LLC ("MediTract"), an entity engaged in the development of an Internet based contract imaging and management system. We account for our investment in MediTract using the cost method of accounting. Our investment in MediTract totaled \$539 at September 30, 2000. We are committed to invest an additional \$1,077 in MediTract prior to the end of 2000.

Note 8 Deferred Charges

Deferred charges consisted of the following:

	September 30, 2000	December 31, 1999
	-----	-----
Deferred financing costs	\$ 5,741	\$ 4,592
Deferred leasing costs	10,388	4,658

Deferred other	24	24
	-----	-----
Accumulated amortization	16,153	9,274
	(3,486)	(1,749)
	-----	-----
Deferred charges, net	\$ 12,667	\$ 7,525
	=====	=====

Note 9 Shareholders' Equity

On November 3, 1999, the Board of Trustees authorized a share repurchase program to buy up to 2,000,000 Common Shares in open market and privately negotiated purchases depending on market conditions and other factors. Shares repurchased under this program are summarized below.

Repurchase Date	Number of Shares	Cost of Repurchase
-----	-----	-----
3/31/00	6,600	\$ 52
4/5/00	20,000	166
6/5/00	140,000	1,197

On March 16, 2000, 877,545 Common Units in our Operating Partnership were converted to 877,545 Common Shares. On June 30, 2000, 170,000 Common Units in our Operating Partnership were converted to 170,000 Common Shares.

On September 28, 2000, Constellation Real Estate, Inc. ("Constellation") converted 984,307 of our Series A Preferred Shares into 1,845,378 Common Shares. Constellation owned 43.5% of our outstanding Common Shares at September 30, 2000.

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During the nine months ended September 30, 2000, we issued 12,500 Common Shares subject to forfeiture restrictions to an officer. We also had forfeiture restrictions on 15,625 previously issued Common Shares lapse during the nine months ended September 30, 2000.

During the nine months ended September 30, 2000, we issued 21,667 Common Shares in connection with the exercise of share options.

Note 10 Dividends and Distributions

The following summarizes our dividends/distributions for the nine months ended September 30, 2000:

<TABLE>
<CAPTION>

	Record Date	Payable Date	Dividend/ Distribution Per Share/Unit	Total Dividend/ Distribution
	-----	-----	-----	-----
<S>	<C>	<C>	<C>	<C>
Series A Preferred Shares:				
Fourth Quarter 1999	December 31, 1999	January 14, 2000	\$ 0.34375	\$ 338
First Quarter 2000	March 31, 2000	April 17, 2000	\$ 0.34375	\$ 338
Second Quarter 2000	June 30, 2000	July 17, 2000	\$ 0.34375	\$ 338
Series B Preferred Shares:				
Fourth Quarter 1999	December 31, 1999	January 14, 2000	\$ 0.625	\$ 781
First Quarter 2000	March 31, 2000	April 17, 2000	\$ 0.625	\$ 781
Second Quarter 2000	June 30, 2000	July 17, 2000	\$ 0.625	\$ 781
Third Quarter 2000	September 30, 2000	October 16, 2000	\$ 0.625	\$ 781
Common Shares:				
Fourth Quarter 1999	December 31, 1999	January 14, 2000	\$ 0.19	\$ 3,265
First Quarter 2000	March 31, 2000	April 17, 2000	\$ 0.19	\$ 3,433
Second Quarter 2000	June 30, 2000	July 17, 2000	\$ 0.19	\$ 3,436
Third Quarter 2000	September 30, 2000	October 16, 2000	\$ 0.20	\$ 3,989
Series C Preferred Units:				
Fourth Quarter 1999	December 31, 1999	January 14, 2000	\$ 0.0625	\$ 61
First Quarter 2000	March 31, 2000	April 17, 2000	\$ 0.5625	\$ 548
Second Quarter 2000	June 30, 2000	July 17, 2000	\$ 0.5625	\$ 548
Third Quarter 2000	September 30, 2000	October 16, 2000	\$ 0.5625	\$ 572
Common Units:				
Fourth Quarter 1999	December 31, 1999	January 14, 2000	\$ 0.19	\$ 1,983
First Quarter 2000	March 31, 2000	April 17, 2000	\$ 0.19	\$ 1,816
Second Quarter 2000	June 30, 2000	July 17, 2000	\$ 0.19	\$ 1,784
Third Quarter 2000	September 30, 2000	October 16, 2000	\$ 0.20	\$ 1,878

</TABLE>

Note 11 Supplemental Information to Statements of Cash Flows

<TABLE>
<CAPTION>

	For the nine months ended September 30,	
	2000	1999
	<C>	<C>
<S> Supplemental schedule of non-cash investing and financing activities:		
Debt repaid in connection with sales of rental properties	\$ 2,432	\$ 20,928
Debt assumed in connection with acquisitions	\$ 6,179	\$ 9,901
(Decrease) increase in accrued capital improvements	\$ (1,119)	\$ 911
Dividends/distributions payable	\$ 7,090	\$ 5,732
Increase in minority interests resulting from issuance of Common Units in connection with Glacier Transaction	\$ --	\$ 1,487
Adjustments to minority interests resulting from changes in ownership of Operating Partnership by COPT	\$ 2,408	\$ (348)
Decrease in minority interests and increase in shareholders' equity in connection with conversion of Common Units into Common Shares	\$ 8,527	\$ 3,141
Increase in minority interests resulting from issuance of Common Units in connection with property acquisitions	\$ --	\$ 3,942
Note receivable balance applied to cost of property acquisition	\$ --	\$ 1,575

</TABLE>

Note 12 Information by Business Segment

We have five segments: Baltimore/Washington Corridor office, Greater Philadelphia office, Northern/Central New Jersey office, Greater Harrisburg office and retail. Our office properties represent our core-business. We manage our retail properties as a single segment since they are considered outside of our core-business.

The table below reports segment financial information. Our retail segment is not separately reported since it does not meet the reporting thresholds. We measure the performance of our segments based on total revenues less property operating expenses. Accordingly, we do not report other expenses by segment in the table below.

<TABLE>
<CAPTION>

Total	Baltimore/ Washington Corridor Office	Greater Philadelphia Office	Northern/ Central New Jersey Office	Greater Harrisburg Office	Other	
	<C>	<C>	<C>	<C>	<C>	<C>
<S> Three months ended September 30, 2000:						
Revenues 28,039	\$ 17,197	\$ 2,506	\$ 5,326	\$ 2,228	\$ 782	\$
Property operating expenses 8,050	5,535	24	1,868	544	79	
Income from operations	\$ 11,662	\$ 2,482	\$ 3,458	\$ 1,684	\$ 703	\$

19,989						
Commercial real estate property expenditures	\$ 8,074	\$ 140	\$ 3,559	\$ 134	\$ (14)	\$
11,893						
Three months ended September 30, 1999:						
Revenues	\$ 11,573	\$ 2,506	\$ 4,735	\$ 841	\$ 805	\$
20,460						
Property operating expenses	3,818	22	1,914	262	35	
6,051						
Income from operations	\$ 7,755	\$ 2,484	\$ 2,821	\$ 579	\$ 770	\$
14,409						
Commercial real estate property expenditures	\$ 8,755	\$ 17	\$ 4,944	\$ 6,049	\$ 420	\$
20,185						
Nine months ended September 30, 2000:						
Revenues	\$ 49,324	\$ 7,519	\$ 15,000	\$ 6,898	\$ 1,576	\$
80,317						
Property operating expenses	15,452	78	5,608	1,757	200	
23,095						
Income from operations	\$ 33,872	\$ 7,441	\$ 9,392	\$ 5,141	\$ 1,376	\$
57,222						
Commercial real estate property expenditures	\$ 44,333	\$ 217	\$ 8,708	\$ 860	\$ 62	\$
54,180						
Segment assets at September 30, 2000	\$ 455,611	\$ 106,566	\$ 120,946	\$ 71,213	\$ 30,529	\$
784,865						
Nine months ended September 30, 1999:						
Revenues	\$ 33,307	\$ 7,519	\$ 12,898	\$ 2,363	\$ 2,438	\$
58,525						
Property operating expenses	10,345	66	4,961	749	318	
16,439						
Income from operations	\$ 22,962	\$ 7,453	\$ 7,937	\$ 1,614	\$ 2,120	\$
42,086						
Commercial real estate property expenditures	\$ 67,154	\$ 17	\$ 12,887	\$ 6,182	\$ 707	\$
86,947						
Segment assets at September 30, 1999	\$ 330,690	\$ 107,887	\$ 110,422	\$ 29,657	\$ 54,465	\$
633,121						

</TABLE>

The following table reconciles our income from operations for reportable segments to income before extraordinary item as reported in our Consolidated Statements of Operations.

<TABLE>
<CAPTION>

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2000	1999	2000	1999
<S>	<C>	<C>	<C>	<C>
Income from operations for reportable segments	\$ 19,989	\$ 14,409	\$ 57,222	\$ 42,086

Add:					
	Equity in (loss) income of Service Companies	(111)	(43)	(112)	283
	Gain on sales of rental properties	--	--	57	1,140
Less:					
	General and administrative	(1,319)	(631)	(3,827)	(2,316)
	Interest	(7,850)	(4,990)	(22,188)	(15,409)
	Amortization of deferred financing costs	(349)	(168)	(966)	(715)
	Depreciation and other amortization	(4,295)	(3,087)	(12,475)	(8,766)
	Minority interests	(2,271)	(1,444)	(6,513)	(4,316)
		-----	-----	-----	-----
	Income before extraordinary item	\$ 3,794	\$ 4,046	\$ 11,198	\$ 11,987
		=====	=====	=====	=====

</TABLE>

We did not allocate gain on sales of rental properties, interest expense, amortization of deferred financing costs and depreciation and other amortization to segments since they are not included in the measure of segment profit reviewed by management. We also did not allocate equity in (loss) income of Service Companies, general and administrative and minority interests since these items represent general corporate items not attributable to segments.

Note 13 Commitments and Contingencies

In the normal course of business, we are involved in legal actions arising from our ownership and administration of properties. In management's opinion, any liabilities that may result are not expected to have a materially adverse effect on our financial position, operations or liquidity. We are subject to various federal, state and local environmental regulations related to our property ownership and operation. We have performed environment assessments of our properties the results of which have not revealed any environmental liability that we believe would have a materially adverse effect on our financial position, operations or liquidity.

Note 14 Pro Forma Financial Information (Unaudited)

We accounted for our 1999 and 2000 acquisitions using the purchase method of accounting. We included the results of operations for the acquisitions in our Consolidated Statements of Operations from their respective purchase dates through September 30, 2000.

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We prepared the pro forma condensed consolidated financial information presented below as if all of our 1999 and 2000 acquisitions and dispositions had occurred on January 1, 1999. Accordingly, we were required to make pro forma adjustments where deemed necessary. The pro forma financial information is unaudited and is not necessarily indicative of the results which actually would have occurred if these acquisitions had occurred on January 1, 1999, nor does it intend to represent our results of operations for future periods.

	Nine months ended September 30,	
	2000	1999
	-----	-----
Pro forma total revenues	\$80,533	\$71,401
	=====	=====
Pro forma net income available to Common Shareholders	\$ 7,997	\$ 9,394
	=====	=====
Pro forma earnings per Common Share		
Basic	\$ 0.43	\$ 0.56
	=====	=====
Diluted	\$ 0.43	\$ 0.49
	=====	=====

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Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

In this section, we discuss our financial condition and results of operations for the three months and nine months ended September 30, 2000. This section includes discussions on:

- o why various components of our Consolidated Statements of Operations changed for the three and nine months ended September 30, 2000 compared to the same periods in 1999,
- o what our primary sources and uses of cash were in the nine months ended September 30, 2000,
- o how we raised cash for acquisitions and other capital expenditures during the nine months ended September 30, 2000,
- o how we intend to generate cash for future capital expenditures, and
- o the computation of our funds from operations.

You should refer to our consolidated financial statements and accompanying notes and operating data variance analysis set forth below as you read this section.

This section contains "forward-looking" statements, as defined in the Private Securities Litigation Reform Act of 1995 that are based on our current expectations, estimates and projections about future events and financial trends affecting the financial condition of our business. Statements that are not historical facts, including statements about our beliefs and expectations, are forward-looking statements. These statements are not guarantees of future performance, events or results and involve potential risks and uncertainties. Accordingly, actual results may differ materially. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

Important facts that may affect these expectations, estimates or projections include, but are not limited to: our ability to borrow on favorable terms; general economic and business conditions, which will, among other things, affect office property demand and rents, tenant creditworthiness and financing availability; interest rates; adverse changes in the real estate markets including, among other things, competition with other companies; risks of real estate acquisition and development; governmental actions and initiatives and environmental requirements.

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Corporate Office Properties Trust
Operating Data Variance Analysis

(Dollars for this table are in thousands, except per share data)

<TABLE>
<CAPTION>

September 30, -----	Three Months Ended September 30,				Nine Months Ended		
	2000	1999	Variance	% Change	2000	1999	Variance
% Change	-----	-----	-----	-----	-----	-----	-----
<S> <C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Revenues							
36% Rental revenue	\$23,980	\$17,471	\$6,509	37%	\$69,040	\$50,879	\$18,161
47% Tenant recoveries and other revenue	4,059	2,989	1,070	36%	11,277	7,646	3,631
37% Total revenues	28,039	20,460	7,579	37%	80,317	58,525	21,792
Expenses							
40% Property operating	8,050	6,051	1,999	33%	23,095	16,439	6,656
65% General and administrative	1,319	631	688	109%	3,827	2,316	1,511
44% Interest and amortization of deferred financing costs	8,199	5,158	3,041	59%	23,154	16,124	7,030
42% Depreciation and other amortization	4,295	3,087	1,208	39%	12,475	8,766	3,709
43% Total expenses	21,863	14,927	6,936	46%	62,551	43,645	18,906
Income before equity in (loss) income of Service Companies, gain on sales of rental properties, minority interests and extraordinary item	6,176	5,533	643	12%	17,766	14,880	2,886
19% Equity in (loss) income of Service Companies (140%)	(111)	(43)	(68)	158%	(112)	283	(395)
95% Gain on sales of rental properties	--	--	--	N/A	57	1,140	(1,083)
Income before minority interests and extraordinary item	6,065	5,490	575	10%	17,711	16,303	1,408
9% Minority interests	(2,271)	(1,444)	(827)	57%	(6,513)	(4,316)	(2,197)
51% Extraordinary item - loss on early retirement							

of debt (82%)	(109)	--	(109)	N/A	(151)	(838)	687
Net income (1%)	3,685	4,046	(361)	(9%)	11,047	11,149	(102)
Preferred Share dividends 74%	(781)	(1,060)	279	(26%)	(3,020)	(1,736)	(1,284)
Net income available to Common Shareholders (15%)	\$ 2,904	\$ 2,986	(82)	(3%)	\$ 8,027	\$ 9,413	\$(1,386)
Basic earnings per Common Share	=====	=====	=====		=====	=====	=====
Income before extraordinary item (28%)	\$ 0.15	\$ 0.18	\$(0.03)	(17%)	\$ 0.44	\$ 0.61	\$ (0.17)
Net income (21%)	\$ 0.15	\$ 0.18	\$(0.03)	(17%)	\$ 0.44	\$ 0.56	\$ (0.12)
Diluted earnings per Common Share							
Income before extraordinary item (19%)	\$ 0.15	\$ 0.16	\$(0.01)	(6%)	\$ 0.43	\$ 0.53	\$ (0.10)
Net income (14%)	\$ 0.14	\$ 0.16	\$(0.02)	(13%)	\$ 0.42	\$ 0.49	\$ (0.07)

</TABLE>

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Comparison of the three months ended September 30, 2000 and 1999

Our total revenues increased \$7.6 million or 37%, of which \$6.5 million was generated by rental revenue and \$1.1 million by tenant recoveries and other revenue. Included in this change is the following:

- o \$6.9 million increase attributable to 17 properties acquired and five newly-constructed properties placed in service since July 1, 1999.
- o \$733,000 increase attributable to 58 office properties owned throughout both reporting periods due mostly to increases in rental rates on renewed space, additional lease termination revenue and steady occupancy.
- o \$132,000 decrease attributable to properties sold since July 1, 1999.

Our total expenses increased \$6.9 million or 46% due to the effects of the increases in property operating, interest expense and amortization of deferred financing costs, depreciation and other amortization and general and administrative expenses described below.

Our property operating expenses increased \$2.0 million or 33%. Included in this change is the following:

- o \$1.9 million increase attributable to 17 properties acquired and five newly-constructed properties placed in service since July 1, 1999.
- o \$115,000 increase attributable to 58 office properties owned throughout both reporting periods.

Our interest expense and amortization of deferred financing costs increased \$3.0 million or 59% due to a 46% increase in our average outstanding debt balance resulting from our 1999 and 2000 acquisitions and construction activity and an increase in interest rates on our variable rate and refinanced debt. Our depreciation and other amortization expense increased \$1.2 million or 39%, \$1.1 million of which is attributable to 17 properties acquired and five newly-constructed properties placed in service since July 1, 1999. Our general and administrative expenses increased \$688,000 or 109% due mostly to our responsibility for an increased percentage of COMI's personnel and overhead related expenses in the current period.

As a result of the above factors, income before minority interests and extraordinary item increased by \$575,000 or 10%. The amounts reported for minority interests on our Consolidated Statements of Operations represent primarily the portion of the Operating Partnership's net income not allocated to us. Our income allocation to minority interests increased \$827,000 or 57% due to the increase in the Operating Partnership's net income combined with a higher percentage ownership by minority interests during the current period.

The factors discussed above combined with a \$109,000 increase in extraordinary losses collectively resulted in a \$361,000 decrease in net income. There was a \$279,000 decrease in Preferred Share dividends resulting mostly from the absence of dividends on the Series A Preferred Share converted into Common Shares in September 2000. As a result of all of the above, net income available to Common Shareholders decreased \$82,000 or 3%.

Comparison of the nine months ended September 30, 2000 and 1999

Our total revenues increased \$21.8 million or 37%, of which \$18.2 million

was generated by rental revenue and \$3.6 million by tenant recoveries and other revenue. Included in this change is the following:

- o \$19.4 million increase attributable to 29 properties acquired and five newly-constructed properties placed in service since January 1, 1999.
- o \$2.7 million increase attributable to 46 office properties owned throughout both reporting periods due mostly to increases in rental rates on renewed space, additional lease termination revenue and steady occupancy.
- o \$885,000 decrease attributable to properties sold since January 1, 1999.

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Our total expenses increased \$18.9 million or 43% due to the effects of the increases in property operating, interest expense and amortization of deferred financing costs, depreciation and other amortization and general and administrative expenses described below.

Our property operating expenses increased \$6.7 million or 40%. Included in this change is the following:

- o \$5.4 million increase attributable to 29 properties acquired and five newly-constructed properties placed in service since January 1, 1999.
- o \$1.2 million increase attributable to 46 office properties owned throughout both reporting periods, \$540,000 of which is due to increased snow removal costs.
- o \$152,000 decrease attributable to properties sold since January 1, 1999.

Our interest expense and amortization of deferred financing costs increased \$7.0 million or 44% due to a 41% increase in our average outstanding debt balance resulting from our 1999 and 2000 acquisitions and construction activity and an increase in interest rates on our variable rate and refinanced debt. Our depreciation and other amortization expense increased \$3.7 million or 42%, \$3.1 million of which is attributable to 29 properties acquired and five newly-constructed properties placed in service since January 1, 1999. Our general and administrative expenses increased \$1.5 million or 65% due mostly to our responsibility for an increased percentage of COMI's personnel and overhead related expenses in the current period.

Our income before minority interests and extraordinary item also includes a \$1.1 million decrease in our gain realized on the sales of rental properties.

As a result of the above factors, income before minority interests and extraordinary item increased by \$1.4 million or 9%. Our income allocation to minority interests increased \$2.2 million or 51% due to the increase in the Operating Partnership's net income combined with a higher percentage ownership by minority interests during the current period.

The factors discussed above combined with a \$687,000 decrease in extraordinary losses on early retirement of debt collectively resulted in a \$102,000 decrease in net income. There was a \$1.3 million increase in Preferred Share dividends resulting mostly from the Series B Preferred Share issuance in July 1999, offset somewhat by the absence of dividends on the Series A Preferred Shares converted into Common Shares in September 2000. As a result of all of the above, net income available to Common Shareholders decreased \$1.4 million or 15%.

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Liquidity and Capital Resources

Capitalization and Liquidity

Cash provided from operations represented our primary source of liquidity to fund dividends and distributions, pay debt service and fund working capital requirements. We expect to continue to use cash provided by operations to meet our short-term capital needs, including all property expenses, general and administrative expenses, debt service, distribution requirements and recurring capital improvements and leasing commissions. We do not anticipate borrowing to meet these requirements.

We historically have financed our property acquisitions using a combination of borrowings secured by our properties, proceeds from the sales of properties and the equity issuances of Common and Preferred Units in our Operating Partnership and Common and Preferred Shares. We use our secured revolving credit facility with Deutsche Banc Alex. Brown (the "Revolving Credit Facility") to finance much of our investing and financing activities. We pay down our Revolving Credit Facility using proceeds from long-term borrowings collateralized by our properties as attractive financing conditions arise and

equity issuances as attractive equity market conditions arise. We also have a \$50.0 million line of credit with Prudential Securities Credit Corporation (the "Prudential Credit Facility"). Amounts available under the Revolving Credit Facility and the Prudential Credit Facility are generally computed based on 65% of the appraised value of properties pledged as collateral. As of November 3, 2000, the maximum amount available under our Revolving Credit Facility was \$99.4 million, of which \$8.1 was unused. As of November 3, 2000, the maximum amount available under the Prudential Credit Facility was \$21.6 million all of which was borrowed, with the proceeds being used primarily to refinance existing debt.

Our debt strategy favors long-term, fixed-rate, secured debt over variable-rate debt to minimize the risk of short-term increases in interest rates. As of September 30, 2000, 66% of our mortgage and other loans payable balance carried fixed interest rates.

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Mortgage and other loans payable at September 30, 2000 consisted of the following (dollars in thousands):

<TABLE> <S>	<C>
Deutsche Banc Alex. Brown, Term Credit Facility, 7.50%, maturing October 2001 (1)	\$100,000
Deutsche Banc Alex. Brown, Revolving Credit Facility, LIBOR + 1.75%, maturing May 2001	97,285
Teachers Insurance and Annuity Association of America, 6.89%, maturing November 2008	82,525
Teachers Insurance and Annuity Association of America, 7.72%, maturing October 2006	59,250
Mutual of New York Life Insurance Company, 7.79%, maturing August 2004	27,471
Transamerica Life Insurance and Annuity Company, 8.3%, maturing October 2005	17,650
Bank of America, LIBOR + 1.75%, maturing December 2000	16,576
Allfirst Bank, LIBOR + 1.75%, maturing May 2002	12,069
Allfirst Bank, LIBOR + 1.75%, maturing October 2001(2)	8,831
Teachers Insurance and Annuity Association of America, 8.35%, maturing October 2006	8,000
Bank of America, LIBOR + 1.75%, maturing March 2002 (3)	6,597
Aegon USA Realty Advisors, Inc., 8.29%, maturing May 2007	6,090
Prudential Securities Credit Corp., LIBOR + 1.75%, maturing June 2001	4,761
Mellon Bank, yield on 5-year Treasury Securities + 2%, maturing August 2005 (4)	4,143
Summit Bank, LIBOR + 1.75%, maturing February 2001 (5)	4,048
Howard Research & Development Corporation, 8%, maturing December 2000	3,101
Allfirst Bank, LIBOR + 1.75%, maturing May 2002 (6)	3,009
Provident Bank of Maryland, LIBOR + 1.75%, maturing March 2001	2,763
Seller loan, 8.0%, maturing May 2007	1,527

	\$465,696
	=====

</TABLE>

- (1) May be extended for a one-year period, subject to certain conditions. The interest rate on this loan will be LIBOR + 1.75% beginning October 13, 2000.
- (2) Construction loan with a total commitment of \$12,375. Loan may be extended for a one-year period, subject to certain conditions.
- (3) Construction loan with a total commitment of \$13,440. Loan may be extended for a one-year period, subject to certain conditions.
- (4) Construction loan with a total commitment of \$4,549.
- (5) Construction loan with a total commitment of \$6,900. Loan may be extended for a two-year period, subject to certain conditions.
- (6) Construction loan with a total commitment of \$9,325

As of November 3, 2000, we had \$8.4 million in mortgage and other loans payable maturing in 2000. We expect to meet our long-term capital needs through a combination of cash from operations, additional borrowings from existing credit facilities and new loans and additional equity issuances of Common Shares, Preferred Shares, Common Units and/or Preferred Units.

We are committed to investing an additional \$1.1 million in MediTract during 2000. We have no other material contractual obligations as of September 30, 2000 for property acquisitions or material capital costs other than the completion of construction and development projects that were underway and tenant improvements and leasing costs in the ordinary course of business.

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Investing and financing activities for the nine months ended September 30, 2000:

During the nine months ended September 30, 2000, we acquired a 74,513 square foot operating property and six parcels of land for an aggregate acquisition cost of \$19.8 million. These acquisitions were financed by:

- o using \$10.8 million in proceeds under our Revolving Credit Facility,
- o assuming \$6.2 million in mortgage and other loans, and
- o using cash reserves for the balance.

During the nine months ended September 30, 2000, we completed the construction of three office buildings totaling 243,087 square feet. Costs incurred on these buildings through September 30, 2000 totaled \$30.6 million. We have \$19.3 million in construction loan facilities for two of these buildings of which \$12.9 million was borrowed through September 30, 2000. We borrowed \$6.5 million for the other building under a construction loan facility that was subsequently refinanced. The balance of the costs was funded primarily using proceeds from the Revolving Credit Facility and cash from operations.

As of September 30, 2000, we had construction activities underway on five new buildings totaling 441,000 square feet that were 38% pre-leased. Estimated costs upon completion for these projects total approximately \$70.9 million. We have construction loan facilities in place totaling \$34.6 million to finance the construction of three of these projects. Borrowings under these facilities totaled \$9.6 million at September 30, 2000 all of which was drawn upon during the nine months then ended. We also borrowed under the Revolving Credit Facility to finance these activities.

As of September 30, 2000, we also had development activities underway on three parcels of land.

During the nine months ended September 30, 2000, we invested \$8.6 million into two unconsolidated real estate joint ventures using \$3.5 million in proceeds under our Revolving Credit Facility and cash reserves for the balance.

During the nine months ended September 30, 2000, we sold a retail property located in Minot, North Dakota for \$3.0 million of which \$2.4 million was used to pay off a mortgage loan payable on the property. Net proceeds from this sale after mortgage loan repayment, transaction costs and operating revenue and expense pro-rations totaled \$513,000, all of which was applied to working capital.

During the nine months ended September 30, 2000, we received \$59.3 million in borrowings from mortgages and other loans payable other than our Revolving Credit Facility, the proceeds of which were used as follows:

- o \$24.1 million to repay other loans,
- o \$22.7 million to finance construction activities,
- o \$6.2 million to finance acquisitions, and
- o the balance applied to cash reserves.

Statement of Cash Flows

We generated net cash flow from operating activities of \$27.0 million for the nine months ended September 30, 2000, an increase of \$4.9 million from the nine months ended September 30, 1999. Our increase in cash flows from operating activities is due mostly to income generated from our newly acquired and newly constructed properties. Our net cash flow used in investing activities for the nine months ended September 30, 2000 decreased \$12.9 million from the nine months ended September 30, 1999 due mostly to a \$21.5 million decrease in cash outlays associated with purchases of and additions to commercial real estate properties and a \$28.6 million decrease in investments in and advances to real estate joint ventures offset by a \$29.4 million decrease in proceeds from rental property sales. Our net cash flow provided by financing activities for the nine months ended September 30, 2000 decreased \$15.6 million from the nine months ended September 30, 1999 due mostly to a \$75.2 million decrease in proceeds from mortgage and other loans payable and a \$29.5 million

decrease in proceeds from the issuance of Preferred Shares offset by a \$96.6 million decrease in repayments of mortgage and other loans payable.

Funds From Operations

We consider Funds from Operations ("FFO") to be meaningful to investors as a measure of the financial performance of an equity REIT when considered with the financial data presented under generally accepted accounting principles ("GAAP"). Under the National Association of Real Estate Investment Trusts' ("NAREIT") definition, FFO means net income (loss) computed using generally accepted accounting principles, excluding gains (or losses) from debt restructuring and sales of property, plus real estate-related depreciation and amortization and after adjustments for unconsolidated partnerships and joint ventures. Further, if the conversion of securities into Common Shares is dilutive, we exclude any GAAP income allocated to these securities in computing FFO. The FFO we present may not be comparable to the FFO of other REITs since they may interpret the current NAREIT definition of FFO differently or they may not use the current NAREIT definition of FFO. FFO is not the same as cash generated from operating activities or net income determined in accordance with GAAP. FFO is not necessarily an indication of our cash flow available to fund cash needs. Additionally, it should not be used as an alternative to net income when evaluating our financial performance or to cash flow from operating, investing and financing when evaluating our liquidity or ability to make cash distributions or pay debt service. Our FFO for the three and nine months ended

September 30, 2000 and 1999 are summarized in the following table:

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<TABLE>
<CAPTION>

	(Dollars and shares for this table are in thousands)			
	For the three months ended September 30,		For the nine months ended September 30,	
	2000	1999	2000	1999
<S>	<C>	<C>	<C>	<C>
Income before minority interests and extraordinary item	\$ 6,065	\$ 5,490	\$ 17,711	\$ 16,303
Add: Real estate related depreciation and amortization	4,272	3,073	12,406	8,719
Less: Preferred Unit distributions	(572)	(853)	(1,668)	(2,559)
Less: Preferred Share dividends	(781)	(1,060)	(3,020)	(1,736)
Less: Minority interest in other consolidated partnership	(6)	--	(17)	--
Less: Gain on sales of rental properties	--	--	(57)	(1,140)
Funds from operations	8,978	6,650	25,355	19,587
Add: Preferred Unit distributions	572	853	1,668	2,559
Add: Convertible Preferred Share dividends	--	339	677	1,015
Funds from operations assuming conversion of share options, Common Unit warrants, Preferred Units and Preferred Shares	9,550	7,842	27,700	23,161
Less: Preferred Unit distributions	(572)	--	(1,668)	--
Less: Straight line rent adjustments	(1,872)	(634)	(3,307)	(2,134)
Less: Recurring capital improvements	(415)	(643)	(2,067)	(1,790)
Adjusted funds from operations assuming conversion of share options, Common Unit warrants, Preferred Units and Preferred Shares (1)	\$ 6,691	\$ 6,565	\$ 20,658	\$ 19,237
Weighted average Common Shares	19,934	17,037	18,439	16,881
Conversion of weighted average Common Units	9,388	3,068	9,740	3,012
Weighted average Common Shares/Units	29,322	20,105	28,179	19,893
Assumed conversion of share options	239	18	146	9
Assumed conversion of Common Unit warrants	--	--	316	--
Conversion of weighted average convertible Preferred Shares	--	1,845	1,226	1,845
Conversion of weighted average Preferred Units ..	2,421	7,500	2,355	7,500
Weighted average Common Shares/Units for funds from operations assuming conversion of share options, Common Unit warrants, Preferred Units and Preferred Shares	31,982	29,468	32,222	29,247
Weighted average Common Shares/Units for adjusted funds from operations assuming conversion of share options, Common Unit warrants, Preferred Units and Preferred Shares (1)	29,561	29,468	29,867	29,247

</TABLE>

(1) Preferred Units are not included in our computation of AFFO for the periods ended September 30, 2000.

Inflation

We have not been significantly impacted by inflation during the periods presented in this report. This is mostly because of the relatively low inflation rates in our markets. Most of our tenants are contractually

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obligated to pay their share of operating expenses, thereby reducing exposure to increases in such costs resulting from inflation.

Item 3. Quantitative and Qualitative Disclosures about Market Risk

We are exposed to certain market risks, the most predominant of which is changes in interest rates. Increases in interest rates can result in increased interest expense under our Revolving Credit Facility and our other loans payable carrying variable interest rate terms. Increases in interest rates can also

result in increased interest expense when our loans payable carrying fixed interest rate terms mature and need to be refinanced.

The following table sets forth our long-term debt obligations, principal cash flows by scheduled maturity, weighted average interest rates and estimated fair market value ("FMV") at September 30, 2000 (dollars in thousands):

<TABLE>
<CAPTION>

	For the Year Ended December 31,						Total	FMV
	2000	2001(1)(2)(3)	2002(4)	2003	2004	Thereafter		
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Long term debt:								
Fixed rate	\$3,882	\$103,347	\$ 3,605	\$3,883	\$29,726	\$161,172	\$305,615	\$299,747
Average interest rate	7.54%	7.22%	7.18%	7.17%	7.19%	7.04%		
Variable rate	\$ 152	\$134,550	\$21,318	\$ 41	\$ 45	\$ 3,975	\$160,081	\$160,081
Average interest rate	8.36%	8.36%	8.17%	8.04%	8.04%	8.04%		

</TABLE>

- (1) Includes \$100.0 million maturity in October that may be extended for a one-year period, subject to certain conditions.
(2) Includes \$8.8 million for a construction loan facility maturing that may be extended for a one-year period, subject to certain conditions.
(3) Includes \$4.0 million for a construction loan facility maturing that may be extended for a two-year period, subject to certain conditions.
(4) Includes \$6.6 million for a construction loan facility maturing that may be extended for a one-year period, subject to certain conditions.

On May 25, 2000, we entered into an interest rate cap agreement with Bear Stearns Capital Markets, Inc. This agreement caps our one-month LIBOR base at 7.7% per annum on a notional amount of \$50.0 million through May 31, 2002. The fair market value of this agreement as of September 30, 2000 was \$22,000.

On September 13, 2000, we entered into an interest rate cap agreement with Bear Stearns Capital Markets, Inc. This agreement caps our one-month LIBOR base at 7% per annum on a notional amount of \$50.0 million through October 12, 2001. The fair market value of this agreement as of September 30, 2000 was \$20,000.

Based on our variable rate debt balances during the nine months ended September 30, 2000, our interest expense would have increased \$1.0 million if interest rates were 1% higher.

PART II

Item 1. Legal Proceedings

We are not currently involved in any material litigation nor, to the best of our knowledge, is any material litigation currently threatened against us (other than routine litigation arising in the ordinary course of business, substantially all of which is expected to be covered by liability insurance).

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Item 2. Changes in Securities

- a. N/A
b. N/A
c. On September 28, 2000, Constellation Real Estate, Inc. converted 984,307 Series A Preferred Shares into 1,845,378 Common Shares. The issuance of these Common Shares was exempt from registration under Section 3(a)(9) of the Securities Act of 1933, as amended.
d. N/A

Item 3. Defaults Upon Senior Securities

N/A

Item 4. Submission of Matters to a Vote of Security Holders

N/A

Item 5. Other Information

N/A

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits:

EXHIBIT NO.	DESCRIPTION
2.1	Agreement and Plan of Merger, dated January 31, 1998, among the Registrant, the Maryland Company and the Company (filed with the Trust's Registration Statement on Form S-4 (Commission File No. 333-45649) and incorporated herein by reference).
2.2	Assignment of Partnership Interests, dated April 30, 1998, between Airport Square Limited Partnership, Airport Square Corporation, Camp Meade Corporation and COPT Airport Square One LLC and COPT Airport Square Two LLC. (filed with the Company's Current Report on Form 8-K on May 14, 1998 and incorporated herein by reference).
2.3	Assignment of Purchase and Sale Agreement, dated April 30, 1998, between Aetna Life Insurance Company and the Operating Partnership. (filed with the Company's Current Report on Form 8-K on May 14, 1998 and incorporated herein by reference).
2.4	Assignment of Loan Purchase and Sale Agreement, dated April 30, 1998, between Constellation Real Estate, Inc. and the Operating Partnership. (filed with the Company's Current Report on Form 8-K on May 14, 1998 and incorporated herein by reference).
2.5	Purchase and Sale Agreement, dated April 1, 1998, between Aetna Life Insurance Company and Airport Square Limited Partnership (filed with the Company's Current Report on Form 8-K on May 14, 1998 and incorporated herein by reference).
2.6.1	Loan Purchase and Sale Agreement, dated March 13, 1998, between Aetna Life Insurance Company and Constellation Real Estate, Inc. (filed with the Company's Current Report

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EXHIBIT NO.	DESCRIPTION
	on Form 8-K on May 14, 1998 and incorporated herein by reference).
2.6.2	Amendment to Loan Purchase and Sale Agreement, dated April 16, 1998, between Aetna Life Insurance Company and Constellation Real Estate, Inc. (filed with the Company's Current Report on Form 8-K on May 14, 1998 and incorporated herein by reference).
2.7.1	Purchase and Sale Agreement, dated March 4, 1998, between 695 Rt. 46 Realty, LLC, 710 Rt. 46 Realty, LLC and COPT Acquisitions, Inc. (filed with the Company's Current Report on Form 8-K on June 10, 1998 and incorporated herein by reference).
2.7.2	Letter Amendment to Purchase and Sale Agreement, dated March 26, 1998, between 695 Rt. 46 Realty, LLC, 710 Rt. 46 Realty, LLC and COPT Acquisitions, Inc. (filed with the Company's Current Report on Form 8-K on June 10, 1998 and incorporated herein by reference).
2.8.1	Contribution Agreement between the Company and the Operating Partnership and certain Constellation affiliates (filed as Exhibit A of the Company's Schedule 14A Information on June 26, 1998 and incorporated herein by reference).
2.8.2	First Amendment to Contribution Agreement, dated July 16, 1998, between Constellation Properties, Inc. and certain entities controlled by Constellation Properties, Inc. (filed with the Company's Current Report on Form 8-K on October 13, 1998 and incorporated herein by reference).
2.8.3	Second Amendment to Contribution Agreement, dated September 28, 1998, between Constellation Properties, Inc. and certain entities controlled by Constellation Properties, Inc. (filed with the Company's Current Report on Form 8-K on October 13, 1998 and incorporated herein by reference).
2.9	Service Company Asset Contribution Agreement between the Company and the Operating Partnership and certain Constellation affiliates (filed as Exhibit B of the Company's Schedule 14A

Information on June 26, 1998 and incorporated herein by reference).

- 2.10.1 Option Agreement, dated May 14, 1998, between the Operating Partnership and NBP-III, LLC (a Constellation affiliate) (filed as Exhibit C of the Company's Schedule 14A Information on June 26, 1998 and incorporated herein by reference).
- 2.10.2 First Amendment to Option Agreement, dated June 22, 1998, between the Operating Partnership and NBP-III, LLC (a Constellation affiliate) (filed as Exhibit E of the Company's Schedule 14A Information on June 26, 1998 and incorporated herein by reference).
- 2.11.1 Option Agreement, dated May 14, 1998, between the Operating Partnership and Constellation Gatespring II, LLC (a Constellation affiliate) (filed as Exhibit D of the Company's Schedule 14A Information on June 26, 1998 and incorporated herein by reference).
- 2.11.2 First Amendment to Option Agreement, dated June 22, 1998, between the Operating Partnership and Constellation Gatespring II, LLC (a Constellation affiliate) (filed as Exhibit F of the Company's Schedule 14A Information on June 26, 1998 and incorporated herein by reference).

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EXHIBIT NO.	DESCRIPTION
2.12	Option Agreement, dated September 28, 1998, between Jolly Acres Limited Partnership, Arbitrage Land Limited Partnership and the Operating Partnership (filed with the Company's Current Report on Form 8-K on October 13, 1998 and incorporated herein by reference).
2.13	Right of First Refusal Agreement, dated September 28, 1998, between Constellation Properties, Inc. and the Operating Partnership (filed with the Company's Current Report on Form 8-K on October 13, 1998 and incorporated herein by reference).
2.14	Right of First Refusal Agreement, dated September 28, 1998, between 257 Oxon, LLC and the Operating Partnership (filed with the Company's Current Report on Form 8-K on October 13, 1998 and incorporated herein by reference).
2.15	Contribution Agreement, dated September 30, 1998, between COPT Acquisitions, Inc. and M.O.R. XXIX Associates Limited Partnership (filed with the Company's Current Report on Form 8-K on October 28, 1998 and incorporated herein by reference).
2.16	Purchase and Sale Agreement, dated September 30, 1998, between New England Life Pension Properties II: A Real Estate Limited Partnership and COPT Acquisitions, Inc. (filed with the Company's Current Report on Form 8-K on October 28, 1998 and incorporated herein by reference).
2.17.1	Sale-Purchase Agreement, dated August 20, 1998 between South Middlesex Industrial Park Associates, L.P. and SM Monroe Associates and COPT Acquisitions, Inc. (filed with the Company's Current Report on Form 8-K on October 28, 1998 and incorporated herein by reference).
2.17.2	First Amendment to Sale-Purchase Agreement, dated October 30, 1998, between South Middlesex Industrial Park Associates, L.P. and SM Monroe Associates, L.P. and COPT Acquisitions, Inc. (filed with the Company's Current Report on Form 8-K on November 16, 1998 and incorporated herein by reference).
2.18	Contribution Agreement, dated December 31, 1998, between the Operating Partnership and M.O.R. 44 Gateway Associates L.P., RA & DM, Inc. and M.R.U. L.P. (filed with the Company's Current Report on Form 8-K on January 14, 1999 and incorporated herein by reference).
2.19.1	Purchase and Sale Agreement, dated December 31, 1998, between Metropolitan Life Insurance Company and Corporate Office Acquisitions, Inc. (filed with the Company's Current Report on Form 8-K on January 14, 1999 and incorporated herein by reference).
2.19.2	Amendment to Purchase and Sale Agreement, dated December 31,

1998, between Metropolitan Life Insurance Company, DPA/Gateway L.P., Corporate Office Acquisitions, Inc., COPT Gateway, LLC and the Operating Partnership (filed with the Company's Current Report on Form 8-K on January 14, 1999 and incorporated herein by reference).

- 2.20 Contribution Agreement, dated February 24, 1999, between the Operating Partnership and John Parsinen, John D. Parsinen, Jr., Enterprise Nautical, Inc. and Vernon Beck (filed with the Company's Quarterly Report on Form 10-Q on May 14, 1999 and incorporated herein by reference).

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EXHIBIT NO.	DESCRIPTION
2.21	Agreement to Sell Partnership Interests, dated August 12, 1999, between Gateway Shannon Development Corporation, Clay W. Hamlin, III and COPT Acquisitions, Inc. (filed with the Company's Quarterly Report on Form 10-Q on November 8, 1999 and incorporated herein by reference).
2.22	Agreement of Purchase and Sale, dated July 21, 1999, between First Industrial Financing Partnership, L.P. and COPT Acquisitions, Inc. (filed with the Company's Quarterly Report on Form 10-Q on November 8, 1999 and incorporated herein by reference).
2.23	Contribution Agreement, dated December 21, 1999, between United Properties Group, Incorporated and COPT Acquisitions, Inc. (filed with the Company's Annual Report on Form 10-K on March 16, 2000 and incorporated herein by reference).
3.1	Amended and Restated Declaration of Trust of Registrant (filed with the Registrant's Registration Statement on Form S-4 (Commission File No. 333-45649) and incorporated herein by reference).
3.2	Bylaws of Registrant (filed with the Registrant's Registration Statement on Form S-4 (Commission File No. 333-45649) and incorporated herein by reference).
4.1	Form of certificate for the Registrant's Common Shares of Beneficial Interest, \$0.01 par value per share (filed with the Registrant's Registration Statement on Form S-4 (Commission File No. 333-45649) and incorporated herein by reference).
4.2	Amended and Restated Registration Rights Agreement, dated March 16, 1998, for the benefit of certain shareholders of the Company (filed with the Company's Quarterly Report on Form 10-Q on August 12, 1998 and incorporated herein by reference).
4.3	Articles Supplementary of Corporate Office Properties Trust Series A Convertible Preferred Shares, dated September 28, 1998 (filed with the Company's Current Report on Form 8-K on October 13, 1998 and incorporated herein by reference).
4.4.1	Second Amended and Restated Limited Partnership Agreement of the Operating Partnership, dated December 7, 1999 (filed with the Company's Annual Report on Form 10-K on March 16, 2000 and incorporated herein by reference).
4.4.2	First Amendment to Second Amended and Restated Limited Partnership Agreement of the Operating Partnership, dated December 21, 1999 (filed with the Company's Annual Report on Form 10-K on March 16, 2000 and incorporated herein by reference).
4.4.3	Second Amendment to Second Amended and Restated Limited Partnership Agreement of the Operating Partnership, dated December 21, 1999 (filed with the Company's Post Effective Amendment No. 2 to Form S-3 dated November 1, 2000 (Registration Statement No. 333-71807) and incorporated herein by reference).
4.4.4	Third Amendment to Second Amended and Restated Limited Partnership Agreement of the Operating Partnership, dated September 29, 2000 (filed with the Company's Post Effective Amendment No. 2 to Form S-3 dated November 1, 2000 (Registration Statement No. 333-71807) and incorporated herein by reference).

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EXHIBIT NO.	DESCRIPTION
4.5	Articles Supplementary of Corporate Office Properties Trust Series B Convertible Preferred Shares, dated July 2, 1999 (filed with the Company's Current Report on Form 8-K on July 7, 1999 and incorporated herein by reference).
10.1	Employment Agreement, dated December 16, 1999, between Corporate Office Management, Inc., COPT and Clay W. Hamlin, III (filed with the Company's Annual Report on Form 10-K on March 16, 2000 and incorporated herein by reference).
10.2	Employment Agreement, dated December 16, 1999, between Corporate Office Management, Inc., COPT and Randall M. Griffin (filed with the Company's Annual Report on Form 10-K on March 16, 2000 and incorporated herein by reference).
10.3	Employment Agreement, dated December 16, 1999, between Corporate Office Management, Inc., COPT and Roger A. Waesche, Jr. (filed with the Company's Annual Report on Form 10-K on March 16, 2000 and incorporated herein by reference).
10.4	Employment Agreement, dated December 16, 1999, between Corporate Development Services, LLC, COPT and Dwight Taylor (filed with the Company's Annual Report on Form 10-K on March 16, 2000 and incorporated herein by reference).
10.5	Employment Agreement, dated December 16, 1999, between Corporate Realty Management, LLC, COPT and Michael D. Kaiser (filed with the Company's Annual Report on Form 10-K on March 16, 2000 and incorporated herein by reference).
10.6	Restricted Share Agreement, dated December 16, 1999, between Corporate Office Properties Trust and Randall M. Griffin (filed with the Company's Annual Report on Form 10-K on March 16, 2000 and incorporated herein by reference).
10.7	Restricted Share Agreement, dated December 16, 1999, between Corporate Office Properties Trust and Roger A. Waesche, Jr (filed with the Company's Annual Report on Form 10-K on March 16, 2000 and incorporated herein by reference).
10.8	Restricted Share Agreement, dated December 16, 1999, between Corporate Office Properties Trust and Dwight Taylor (filed with the Company's Annual Report on Form 10-K on March 16, 2000 and incorporated herein by reference).
10.9	Restricted Share Agreement, dated December 16, 1999, between Corporate Office Properties Trust and Michael D. Kaiser (filed with the Company's Annual Report on Form 10-K on March 16, 2000 and incorporated herein by reference).
10.10	Management agreement between Registrant and Glacier Realty, LLC (filed with the Company's Current Report on Form 8-K on October 29, 1997, and incorporated herein by reference).
10.11	Senior Secured Credit Agreement, dated October 13, 1997, (filed with the Company's Current Report on Form 8-K on October 29, 1997, and incorporated herein by reference).
10.12.1	Corporate Office Properties Trust 1998 Long Term Incentive Plan (filed with the Registrant's Registration Statement on Form S-4 (Commission File No. 333-45649) and incorporated herein by reference).
10.12.2	Amendment No. 1 to Corporate Office Properties Trust 1998 Long Term Incentive

EXHIBIT NO.	DESCRIPTION
	Plan (filed with the Company's Quarterly Report on Form 10-Q on August 13, 1999 and incorporated herein by reference).
10.13	Stock Option Plan for Directors (filed with Royale Investments, Inc.'s Form 10-KSB for the year ended December 31, 1993 (Commission File No. 0-20047) and incorporated herein by reference).

- 10.14 Lease Agreement between Blue Bell Investment Company, L.P. and Unisys Corporation dated March 12, 1997 with respect to lot A (filed with the Registrant's Registration Statement on Form S-4 (Commission File No. 333-45649) and incorporated herein by reference).
- 10.15 Lease Agreement between Blue Bell Investment Company, L.P. and Unisys Corporation, dated March 12, 1997, with respect to lot B (filed with the Registrant's Registration Statement on Form S-4 (Commission File No. 333-45649) and incorporated herein by reference).
- 10.16 Lease Agreement between Blue Bell Investment Company, L.P. and Unisys Corporation, dated March 12, 1997, with respect to lot C (filed with the Registrant's Registration Statement on Form S-4 (Commission File No. 333-45649) and incorporated herein by reference).
- 10.17 Senior Secured Revolving Credit Agreement, dated May 28, 1998, between the Company, the Operating Partnership, Any Mortgaged Property Subsidiary and Bankers Trust Company (filed with the Company's Current Report on Form 8-K on June 10, 1998 and incorporated herein by reference).
- 10.18 Consulting Services Agreement, dated April 28, 1998, between the Company and Net Lease Finance Corp., doing business as Corporate Office Services (filed with the Company's Current Report on Form 8-K on October 13, 1998 and incorporated herein by reference).
- 10.19 Project Consulting and Management Agreement, dated September 28, 1998, between Constellation Properties, Inc. and COMI (filed with the Company's Current Report on Form 8-K on October 13, 1998 and incorporated herein by reference).
- 10.20 Promissory Note, dated October 22, 1998, between Teachers Insurance and Annuity Association of America and the Operating Partnership (filed with the Company's Quarterly Report on Form 10-Q on November 13, 1998 and incorporated herein by reference).
- 10.21 Indemnity Deed of Trust, Assignment of Leases and Rents and Security Agreement, dated October 22, 1998, by affiliates of the Operating Partnership for the benefit of Teachers Insurance and Annuity Association of America (filed with the Company's Quarterly Report on Form 10-Q on November 13, 1998 and incorporated herein by reference).
- 10.22 Agreement for Services, dated September 28, 1998, between the Company and Corporate Office Management, Inc. (filed with the Company's Annual Report on Form 10-K on March 30, 1999 and incorporated herein by reference).
- 10.23.1 Lease Agreement, dated September 28, 1998, between St. Barnabas Limited Partnership

EXHIBIT NO.	DESCRIPTION
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	and Constellation Properties, Inc. (filed with the Company's Annual Report on Form 10-K on March 30, 1999 and incorporated herein by reference).
10.23.2	First Amendment to Lease, dated December 31, 1998, between St. Barnabas, LLC and Constellation Properties, Inc. (filed with the Company's Annual Report on Form 10-K on March 30, 1999 and incorporated herein by reference).
10.24.1	Lease Agreement, dated August 3, 1998, between Constellation Real Estate, Inc. and Constellation Properties, Inc. (filed with the Company's Annual Report on Form 10-K on March 30, 1999 and incorporated herein by reference).
10.24.2	First Amendment to Lease, dated December 30, 1998, between Three Centre Park, LLC and Constellation Properties, Inc. (filed with the Company's Annual Report on Form 10-K on March 30, 1999 and incorporated herein by reference).
10.25	Underwriting Agreement, dated June 29, 1999, between Corporate Office Properties Trust and the underwriters of the Series B Preferred Shares (filed with the Company's Current Report on Form 8-K on July 7, 1999 and incorporated herein by reference).

- 10.26 Contribution Rights Agreement, dated June 23, 1999, between the Operating Partnership and United Properties Group, Incorporated (filed with the Company's Quarterly Report on Form 10-Q on August 13, 1999 and incorporated herein by reference).
- 10.27 Promissory Note, dated September 30, 1999, between Teachers Insurance and Annuity Association of America and the Operating Partnership (filed with the Company's Quarterly Report on Form 10-Q on November 8, 1999 and incorporated herein by reference).
- 10.28 Indemnity Deed of Trust, Assignment of Leases and Rents and Security Agreement, dated September 30, 1999, by affiliates of the Operating Partnership for the benefit of Teachers Insurance and Annuity Association of America (filed with the Company's Quarterly Report on Form 10-Q on November 8, 1999 and incorporated herein by reference).
- 10.29 Revolving Credit Agreement, dated December 29, 1999, between Corporate Office Properties, L.P. and Prudential Securities Credit Corp. (filed with the Company's Annual Report on Form 10-K on March 16, 2000 and incorporated herein by reference).
- 10.30 Option agreement, dated March 1998, between Corporate Office Properties, L.P. and Blue Bell Land, L.P. (filed with the Company's Annual Report on Form 10-K on March 16, 2000 and incorporated herein by reference).
- 10.31 Option agreement, dated March 1998, between Corporate Office Properties, L.P. and Comcourt Land, L.P. (filed with the Company's Annual Report on Form 10-K on March 16, 2000 and incorporated herein by reference).
- 27 Financial Data Schedule.

c. Reports on Form 8-K

None.

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SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CORPORATE OFFICE PROPERTIES TRUST

Date: November 13, 2000

By: /s/ Randall M. Griffin

 Randall M. Griffin
 President and Chief Operating Officer

Date: November 13, 2000

By: /s/ Roger A. Waesche, Jr.

 Roger A. Waesche, Jr.
 Senior Vice President and Chief
 Financial Officer

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