## FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	pe Response	3)														
1. Name and Address of Reporting Person * GRIFFIN RANDALL M				2. Issuer Name and Ticker or Trading Symbol CORPORATE OFFICE PROPERTIES TRUST [OFC]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director Officer (give title below) Other (specify below)  President & CEO, Trustee / Trustee						
C/O COPT, 6711 COLUMBIA GATEWAY DRIVE, SUITE 300				3. Date of Earliest Transaction (Month/Day/Year) 09/13/2010							P	resident & (	JEO, Trustee	/ Trustee		
COLUM	BIA, MD	(Street) 21046		4. If Am	endment, I	Oate Ori	ginal File	d(Month/E	Day/Year)		_X_ Forn	n filed by C	One Reporting I	p Filing(Check Person Reporting Person	Applicable Lir	ne)
(Cit	(City) (State) (Zip)				Table I - Non-Derivative Securities Acqu						ired, Disposed of, or Beneficially Owned					
(Instr. 3) Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		(Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Owned Following Reported Transaction(s)			ed	Ownership of Form:	7. Nature of Indirect Beneficial Ownership		
				(wionin)	Day/ I car)	Cod	le V	Amour	(A) or (D)	Price	or I (I) (In:		or Indirect			
Commor	Shares of	Stock	09/13/2010			M		30,00	0 A	\$ 12.45	428,8	846			D	
Common Shares of Stock 09/13/2010				S		30,00	000 D	\$ 38.0176	398,846 (1)			D				
							or indirect	.ıy.								
			Table II		tive Securi	ities Acc	Pers in th a cu quired, D	ons wi is form rrently isposed	are not valid ON	required IB contr	d to res	spond u nber.		on contain form displa		1474 (9-02)
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	( <i>e.g.</i> , pt	tive Securi its, calls, v 5. Nu tion of Der Securi Acqui	mber rivative ities ired (A) sposed	Pers in th a cu quired, D s, options	sons whis form rrently isposed, convertixercisal on Date	of, or Benetible securitible and	required MB control neficially rities) 7. Titl of Un Secur	od to restrol num  Owned  le and Anderlying	spond unber.	8. Price of	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction	of 10. Owners Form of Derivat Security Direct (or Indirect)	11. Natur of Indired f Beneficia Ownersh (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Date, if any	4. Transact	tive Securi tts, calls, v 5. Nur of Der Securi Acqui or Dis of (D) (Instr.	mber rivative ities ired (A) sposed	Persin that a cu	is form rrently isposed , conver exercisal on Date Day/Yea	of, or Benetible securitible and	required MB control neficially rities) 7. Titl of Un Secur	Owned le and Adderlying ities . 3 and 4	spond unber.	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported	of 10. Owners Form or Derivat Security Direct ( or Indir	11. Natur of Indired f Beneficia Ownersh (Instr. 4)

#### **Reporting Owners**

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
GRIFFIN RANDALL M C/O COPT 6711 COLUMBIA GATEWAY DRIVE, SUITE 300 COLUMBIA, MD 21046			President & CEO, Trustee	Trustee		

# **Signatures**

Karen M. Singer, by Power of Attorney	09/14/2010
Signature of Reporting Person	Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Common share holdings comprised of 95,888 owned by RMG Security Trust, 2,000 owned by Rand Griffin Non-qualified 401K plan, 161,858 unrestricted and 139,100 restricted. This (1) amount varies slightly from the early report as Mr. Griffin effectively transferred 104,126 shares of COPT common stock since Mr. Griffin has finalized his divorce and no longer reports as beneficially owning any securities owned by his ex-wife.

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.