FORM	4
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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).

(Print or Type Perponses)

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

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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

(Print or Type Responses)		-									
1. Name and Address of Reporting HAMLIN CLAY W III	2. Issuer Name a CORPORATE TRUST [OFC	E OFFIC		0,		-	5. Relationship of Reporting Perso (Check all appli X_Director				
(Last) (First) 6711 COLUMBIA GATEW DRIVE, SUITE 300	(Middle) AY	3. Date of Earlies 05/01/2013	t Transacti	on (N	Month/Day	y/Year)				
(Street) 4. If Amendment, Date Original Filed(M COLUMBIA, MD 21046					Filed(Mont	ed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable 					
(City) (State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	Date (Month/Day/Year)	any	Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Form:	7. Nature of Indirect Beneficial	
		(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common Units-COPLP	05/01/2013		С		10,000	D	<u>(4)</u>	1,047,782	Ι	See Footnote (<u>3</u>)	
Common Shares-COPT	05/01/2013		М		10,000	А	<u>(1)</u>	17,525	I	See Footnote (2)	
Common Shares-COPT	05/01/2013		S		10,000 (5)	D	\$ 28.8647	7,525	D		

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

SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (a a pute calls warrants options convertible securities)

	(e.g., puts, calls, warrants, options, convertible securities)														
1. Title of			3A. Deemed	4.	5	5.		6. Date Exer		7. Tit	le and		9. Number of		11. Nature
Derivative	Conversion	Date	Execution Date, if	Transactio	n 1	Numb	ber	and Expirati	on Date	Amou	unt of	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code	C	of		(Month/Day	/Year)	Unde	rlying	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Ι	Deriva	ative			Secur	rities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative				S	Securi	ities			(Instr	. 3 and		Owned	Security:	(Instr. 4)
	Security				A	Acqui	red			4)			Following	Direct (D)	
					((A) or	•						Reported	or Indirect	
					Ι	Dispo	sed						Transaction(s)	(I)	
					C	of (D))						(Instr. 4)	(Instr. 4)	
					(Instr.	3,								
					4, and 5)		nd 5)								
											Amount	1			
								Date	Expiration		or				
								Exercisable	*	Title	Number				
								Exercisable	Date		of				
				Code V	V	(A)	(D)				Shares				

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
HAMLIN CLAY W III 6711 COLUMBIA GATEWAY DRIVE SUITE 300 COLUMBIA, MD 21046	Х						

Signatures

Karen M. Singer, by Power of Attorney

**Signature of Reporting Person

05/01/2013 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).
- (1) Acquired through conversion of COPLP Units.
- (2) These shares are owned as follows: 10,000 shares are owned by LBCW,L.P. as a result of this conversion and 7,525 shares are owned by Clay W. Hamlin, III.
- (3) The 1,047,782 units are owned as follows: 65,264 by Clay W. Hamlin, III; 861,107 by LBCW, L.P.; and 121,411 by Lynn Hamlin.
- (4) These COPLP Units were converted into Common Shares of COPT.
- (5) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by LBCW, L.P. on December 14, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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