

Edgar Filing: RAMCO GERSHENSON PROPERTIES TRUST - Form 8-K

RAMCO GERSHENSON PROPERTIES TRUST

Form 8-K

December 17, 2007

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 12, 2007

RAMCO-GERSHENSON PROPERTIES TRUST

-----  
(Exact name of registrant as specified in its Charter)

|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| Maryland  | 1-10093                     | 13-6908486                           |
| -----   | -----                       | -----                                |
| (State or other jurisdiction<br>of incorporation)                 | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |
| 31500 Northwestern Highway, Suite 300, Farmington Hills, Michigan |                             | 48334                                |
| -----   |                             | -----                                |
| (Address of principal executive offices)                          |                             | (Zip Code)                           |

Registrant's telephone number, including area code (248) 350-9900  
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Not applicable  
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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On December 12, 2007, Ramco-Gershenson Properties Trust (the "Trust") filed Articles Supplementary to the Trust's Declaration of Trust with the Department of Assessment and Taxation of the State of Maryland. The Articles Supplementary reclassified and redesignated 1,150,000 shares of 9.5% Series B Cumulative Redeemable Preferred Shares of Beneficial Interest and 2,018,250 shares of 7.95% Series C Cumulative Convertible Preferred Shares of Beneficial Interest as preferred shares of beneficial interest without further designation. All of the issued and outstanding Series B preferred shares and Series C preferred shares were reacquired by the Trust in 2007. The Articles Supplementary are filed herewith as Exhibit 3.1 and is hereby incorporated by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

| Exhibit<br>----- | Description<br>-----  |
|------------------|---|
| 3.1              | Articles Supplementary reclassifying 1,150,000 9.5% Series B Cumulative Redeemable Preferred Shares of Beneficial Interest as preferred shares of beneficial interest without further designation and reclassifying 2,018,250 7.95% Series C Cumulative Convertible Preferred Shares of Beneficial Interest as preferred shares of beneficial interest without further designation. |

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## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

RAMCO-GERSHENSON PROPERTIES TRUST

Date: December 17, 2007

By: /s/ Richard J. Smith

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Richard J. Smith  
Chief Financial Officer

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## EXHIBIT INDEX

| Exhibit<br>----- | Description<br>-----   |
|------------------|--|
| 3.1              | Articles Supplementary reclassifying 1,150,000 9.5% Series B |

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Cumulative Redeemable Preferred Shares of Beneficial Interest  
as preferred shares of beneficial interest without further  
designation and reclassifying 2,018,250 7.95% Series C  
Cumulative Convertible Preferred Shares of Beneficial Interest  
as preferred shares of beneficial interest without further  
designation.