

FEDERAL REALTY INVESTMENT TRUST
 Form 3
 September 08, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | |
|---|---------|----------|--|---|--|
| 1. Name and Address of Reporting Person * | | | 2. Date of Event Requiring Statement (Month/Day/Year) | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Blocher Andrew P | | | 09/01/2008 | FEDERAL REALTY INVESTMENT TRUST [FRT] | |
| (Last) | (First) | (Middle) | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 1626 EAST JEFFERSON STREET | | | | (Check all applicable) | |
| (Street) | | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| ROCKVILLE,Â MDÂ 20852-4041 | | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City) | (State) | (Zip) | | Senior VP - CFO & Treasurer | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--------------------------------------|--|---|--|
| Common shares of beneficial interest | 19,102.4 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

| | | | | | | (I) (Instr. 5) | |
|---|---------------------------|------------|---|----------------------|----------|-------------------|---|
| Employee Stock Option (Right to Buy) | 02/16/2007 ⁽²⁾ | 02/16/2016 | Common shares of beneficial interest | 5,625 | \$ 67.66 | D | Â |
| Employee Stock Option (Right to Buy) | 02/12/2008 ⁽³⁾ | 02/12/2017 | Common shares of beneficial interest | 4,921 | \$ 92.3 | D | Â |
| Employee Stock Option (Right to Buy) | 02/10/2009 ⁽⁴⁾ | 02/10/2018 | Common shares of beneficial interest | 5,623 ⁽⁵⁾ | \$ 73.03 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | Other |
|--|---------------|-----------|-------------------------------|--|-------|
| | Director | 10% Owner | Officer | | |
| Blocher Andrew P 1626 EAST JEFFERSON STREET ROCKVILLE, MD 20852-4041 | Â | Â | Â Senior VP - CFO & Treasurer | | Â |

Signatures

Andrew P.
Blocher

09/08/2008

__Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 1,003.40 shares acquired through the dividend reinvestment plan.
- (2) Options vest equally over five years with 1/5 vesting on each of 2/16/2007, 2/16/2008, 2/16/2009, 2/16/2010 and 2/16/2011.
- (3) Options vest equally over five years with 1/5 vesting on each of 2/12/2008, 2/12/2009, 2/12/2010, 2/12/2011 and 2/12/2012.
- (4) Options vest equally over five years with 1/5 vesting on each of 2/10/2009, 2/10/2010, 2/10/2011, 2/10/2012 and 2/10/2013.
- (5) Mr. Blocher currently holds a total of 16,169 options.

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.