

RAMCO GERSHENSON PROPERTIES TRUST

Form 8-K

September 10, 2009

**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): September 10, 2009

RAMCO-GERSHENSON PROPERTIES TRUST

(Exact name of registrant as specified in its Charter)

Maryland

1-10093

13-6908486

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer
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

Not applicable

(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:

- ☐ 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 (17 CFR 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 8.01 Other Events.

On September 9, 2009, Ramco-Gershenson Properties Trust (the Company) filed a prospectus supplement to the prospectus contained in its registration statement on Form S-3 (File No. 333-156689) with the Securities and Exchange Commission. In connection with such registration statement and the filing of the prospectus supplement, the Company is filing as Exhibit 8.1 hereto an opinion of its counsel, Honigman Miller Schwartz and Cohn LLP, with respect to certain tax matters.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

8.1 Opinion of Honigman Miller Schwartz and Cohn LLP as to certain tax matters.

23.1 Consent of Honigman Miller Schwartz and Cohn LLP (included in Exhibit 8.1).

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: September 10, 2009

By: /s/ Richard J. Smith
Richard J. Smith
Chief Financial Officer

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EXHIBIT INDEX

Exhibit	Description
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