| FORM 4 | 4 |
|--------|---|
|--------|---|

| 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 Pespone

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

SEC 1474 (9-02)

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

| 1. Name and Address of Reporting Per- GOLDEN TERENCE C | 2. Issuer Name and Ticker or Trading Symbol WASHINGTON REAL ESTATE INVESTMENT TRUST [WRE] | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|---|---|--|--------------------|------|---|---|---|--|---|-------------------------|
| (Last) (First) 6110 EXECUTIVE BOULEVA 800 | (Middle) ARD, SUITE | 3. Date of Earliest Transaction (Month/Day/Year) 12/14/2010 | | | | | | | | |
| (Street) ROCKVILLE, MD 20852 | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) (State) | (Zip) | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Execution Date, if | (Instr. 8) | tion | (A) or Disposed of (D) (Instr. 3, 4 and 5) | | of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | | Beneficial Ownership |
| Common Stock | 12/14/2010 | | A <mark>(1)</mark> | | 1,867 | А | \$0 | 18,610 | D | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

| | (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | |
|-------------|--|------------------|--------------------|------------|------|--------|-------|---------------------|------------|--------|---------|-------------|----------------|-------------|-------------|
| 1. Title of | 2. | 3. Transaction | 3A. Deemed | 4. | 5 | 5. | | 6. Date Exer | cisable | 7. Tit | le and | 8. Price of | 9. Number of | 10. | 11. Nature |
| Derivative | Conversion | Date | Execution Date, if | Transactio | on 1 | Numb | er | 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 | ties | | | (Instr | . 3 and | | Owned | Security: | (Instr. 4) |
| | Security | | | | A | Acquir | red | | | 4) | | | Following | Direct (D) | |
| | | | | | | A) or | | | | | | | Reported | or Indirect | |
| | | | | | I | Dispos | sed | | | | | | Transaction(s) | (I) | |
| | | | | | C | of(D) | | | | | | | (Instr. 4) | (Instr. 4) | |
| | | | | | | Instr. | | | | | | | | | |
| | | | | | 4 | 1, and | 5) | | | | | | | | |
| | | | | | | | | | | | Amount | | | | |
| | | | | | | | | Dete | E | | or | | | | |
| | | | | | | | | Date Exercisable | Expiration | Title | Number | | | | |
| | | | | | | | | Exercisable | Date | | of | | | | |
| | | | | Code V | V | (A) | (D) | | | | Shares | | | | |

Reporting Owners

| | Relationships | | | | | | | |
|--|---------------|--------------|---------|-------|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | |
| GOLDEN TERENCE C 6110 EXECUTIVE BOULEVARD, SUITE 800 ROCKVILLE, MD 20852 | Х | | | | | | | |

Signatures

| By: Thomas C. Morey For: Terence C. Golden | 12/16/2010 |
|--|------------|
| **Signature of Reporting Person | Date |

Explanation of Responses:

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Granted pursuant to the Washington Real Estate Investment Trust 2007 Omnibus Long-Term Incentive Plan based on closing price on 12/14/10 of \$29.46

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.

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).