KESSLER STEVEN J

Form 4

January 07, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

0.5

Expires: January 31, 2005

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5 Relationship of Reporting Person(s) to

subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

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

1(b).

Common

Shares

(Print or Type Responses)

1 Name and Address of Reporting Person *

01/05/2005

See Instruction

KESSLER	STEVEN J	Symbol	Symbol GMH Communities Trust [GCT]			Issuer (Check all applicable)			
(Last)	(First) (M	(iddle) 3. Date of	3. Date of Earliest Transaction			oon an approact	- ,		
		(Month/D	ay/Year)		_X_ Director		6 Owner		
C/O GMH	COMMUNITIES,	10 01/05/2	01/05/2005				er (specify		
CAMPUS	BOULEVARD				below)	below)			
	(Street)	4. If Ame	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
NEW/TOW	INI COLLADE DA 1	`	nth/Day/Year)			y One Reporting P y More than One R			
NEWIOW	'N SQUARE, PA 1	9073			Person				
(City)	(State) (Zip) Tabl	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Own						
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if	TransactionAcquired (A) or		Securities	Form: Direct	Indirect		
(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial		
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership		
					Following	(Instr. 4)	(Instr. 4)		
				(A)	Reported				
				or	Transaction(s)				
			C 1 37		(Instr. 3 and 4)				

Code V Amount

3,500

A

(D)

Price

<u>(1)</u>

3,500

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.

SEC 1474

(9-02)

D

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

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1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Title a		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transactic Code (Instr. 8)	onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Amount Underlyi Securitie (Instr. 3	ing es	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	or Title N of	umber		

Reporting Owners

Reporting Owner Name / Address	Relationships					
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other		
KESSLER STEVEN J C/O GMH COMMUNITIES 10 CAMPUS BOULEVARD NEWTOWN SQUARE, PA 19073	X					

Signatures

Theresa Miller, attorney in fact for Steven J. Kessler

01/07/2005

Date

**Signature of Reporting Person

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) Not applicable. The shares were granted in the form of restricted common shares for no cash consideration in accordance with the terms of the GMH Communities Trust Equity Incentive Plan.

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.

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