BERKES JEFFREY S

Form 4 May 14, 2009

FORM 4

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

OMB APPROVAL OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

Form 4 or Form 5 obligations may continue.

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

Estimated average burden hours per response... 0.5

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BERKES JEFFREY S			2. Issuer Name and Ticker or Trading Symbol FEDERAL REALTY	5. Relationship of Reporting Person(s) to Issuer			
			INVESTMENT TRUST [FRT]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Director 10% OwnerX_ Officer (give title Other (specify			
1626 EAST JEFFERSON STREET		STREET	05/13/2009	below) below) EVP-Chief Investment Officer			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person			
ROCKVILLE	, MD 20852			Form filed by More than One Reporting Person			

(City)	(State) (Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	saction Date 2A. Deemed		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of 6. Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
C			Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)		
Common shares of beneficial interest	05/13/2009		S	3,083	D	\$ 51	55,302	D	
Common shares of beneficial interest	05/13/2009		S	500	D	\$ 51.01	54,802	D	
Common shares of beneficial interest	05/13/2009		S	2,117	D	\$ 51.02	52,685	D	

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Common shares of beneficial interest	05/13/2009	S	100	D	\$ 51.03	52,585	D
Common shares of beneficial interest	05/13/2009	S	100	D	\$ 51.06	52,485	D
Common shares of beneficial interest	05/13/2009	S	100	D	\$ 51.07	52,385	D
Common shares of beneficial interest	05/13/2009	S	940	D	\$ 51.13	51,445	D
Common shares of beneficial interest	05/13/2009	S	240	D	\$ 51.14	51,205	D
Common shares of beneficial interest	05/13/2009	S	660	D	\$ 51.15	50,545	D
Common shares of beneficial interest	05/13/2009	S	100	D	\$ 51.16	50,445	D
Common shares of beneficial interest	05/13/2009	S	460	D	\$ 51.17	49,985	D
Common shares of beneficial interest	05/13/2009	S	400	D	\$ 51.19	49,585	D
Common shares of beneficial interest	05/13/2009	S	500	D	\$ 51.2	49,085	D
Common shares of beneficial interest	05/13/2009	S	100	D	\$ 51.21	48,985	D
	05/13/2009	S	300	D		48,685	D

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Common shares of beneficial interest					\$ 51.22	
Common shares of beneficial interest	05/13/2009	S	300	D	\$ 51.23 48,385	D
Common shares of beneficial interest	05/13/2009	S	600	D	\$ 51.24 47,785	D
Common shares of beneficial interest	05/13/2009	S	600	D	\$ 51.25 47,185	D
Common shares of beneficial interest	05/13/2009	S	1,001	D	\$ 51.26 46,184	D
Common shares of beneficial interest	05/13/2009	S	100	D	\$ 51.27 46,084	D
Common shares of beneficial interest	05/13/2009	S	700	D	\$ 51.28 45,384	D
Common shares of beneficial interest	05/13/2009	S	700	D	\$ 51.29 44,684	D
Common shares of beneficial interest	05/13/2009	S	200	D	\$ 51.32 44,484	D

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

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SEC 1474 (9-02)

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

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 5	Director	10% Owner	Officer	Other			
BERKES JEFFREY S			EVP-Chief				
1626 EAST JEFFERSON STREET			Investment				
ROCKVILLE, MD 20852			Officer				

Signatures

Dawn M. Becker, by power of attorney 05/14/2009

**Signature of Reporting Person Date

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).

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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