

ROSKIND E ROBERT
Form 4
January 04, 2006

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
ROSKIND E ROBERT

2. Issuer Name and Ticker or Trading Symbol
LEXINGTON CORPORATE PROPERTIES TRUST [LXP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
ONE PENN PLAZA, SUITE 4015
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/31/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board

NEW YORK, NY 10119-4015

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
| | | | | (A) or (D) | Code | V | Amount | (D) | Price |

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)

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

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities Acquired | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|---|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|---|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) Code | V | (A) or Disposed of (D) (Instr. 3, 4, and 5) | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|--|------------------------------------|------------------|--------------------|---|---|--------|-----|---------------------|--------------------|------------------|--|
| Ltd Partnership Units Lepercq Corporate Income Fund L.P. <u>(1)</u> | \$ 0 | 12/31/2005 | G | V | | 50,204 | | <u>(2)</u> | <u>(3)</u> | Common Shares | 0 <u>(1)</u> |
| Ltd Partnership Units Lepercq Corporate Income Fund L.P. <u>(1)</u> | \$ 0 | 12/31/2005 | G | V | 50,204 | | | <u>(2)</u> | <u>(3)</u> | Common Shares | 0 <u>(1)</u> |
| Ltd Partnership Units Lepercq Corporate Income Fund L.P. <u>(1)</u> | \$ 0 | | | | | | | <u>(7)</u> | <u>(3)</u> | Common Shares | 0 <u>(1)</u> |
| Ltd Partnership Units Lepercq Corporate Income Fund L.P. <u>(1)</u> | \$ 0 | | | | | | | <u>(8)</u> | <u>(3)</u> | Common Shares | 0 <u>(1)</u> |
| Ltd Partnership Units Lepercq Corporate Income Fund L.P. <u>(1)</u> | \$ 0 | | | | | | | <u>(9)</u> | <u>(3)</u> | Common Shares | 0 <u>(1)</u> |

| | | | | | |
|--|------|-------------|------------|------------------|---------------|
| Ltd Partnership Units Lepercq Corporate Income Fund L.P. <u>(1)</u> | \$ 0 | <u>(10)</u> | <u>(3)</u> | Common Shares | 0 <u>(1)</u> |
| Ltd Partnership Units Lepercq Corporate Income Fund L.P. <u>(1)</u> | \$ 0 | <u>(11)</u> | <u>(3)</u> | Common Shares | 0 <u>(1)</u> |
| Ltd Partnership Units Lepercq Corporate Income Fund II L.P. <u>(12)</u> | \$ 0 | <u>(13)</u> | <u>(3)</u> | Common Shares | 0 <u>(12)</u> |
| Ltd Partnership Units Lepercq Corporate Income Fund II L.P. <u>(12)</u> | \$ 0 | <u>(14)</u> | <u>(3)</u> | Common Shares | 0 <u>(12)</u> |
| Ltd Partnership Units Lepercq Corporate Income Fund II L.P. <u>(12)</u> | \$ 0 | <u>(14)</u> | <u>(3)</u> | Common Shares | 0 <u>(12)</u> |
| Ltd Partnership Units Lepercq Corporate Income Fund II L.P. <u>(12)</u> | \$ 0 | <u>(14)</u> | <u>(3)</u> | Common Shares | 0 <u>(12)</u> |

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- (1) Limited Partnership Units in Lepercq Corporate Income Fund L.P. ("LCIF Units"), which are exchangeable into common shares of the Trust on a one-for-one basis. The LCIF Units do not carry a conversion or exercise price.
- (2) These LCIF Units became exchangeable on 5/22/98 and are exchangeable each January 15th thereafter.
- (3) There is no expiration date.
- (4) These LCIF Units were originally issued pursuant to a contribution of limited partnership interests at a value based upon the property owned by such limited partnership.

Consists of (i) 28,057 LCIF Units, which became exchangeable on 10/12/93; (ii) 41,110 LCIF Units, which became exchangeable on 1/15/99 and are exchangeable each anniversary thereafter; (iii) 86,014 LCIF Units, which became exchangeable on 12/1/99 and are exchangeable each quarter anniversary thereafter; (iv) 83,400 LCIF Units, which became exchangeable on 5/1/00 and are exchangeable each quarter anniversary thereafter; (v) 91,137 LCIF Units, which become exchangeable on 1/15/06 and are exchangeable each quarter anniversary thereafter; and (vi) 21,972 LCIF Units, which become exchangeable on 5/1/06 and are exchangeable each quarter anniversary thereafter.
- (5) Mr. Roskind shares voting and investment power with respect to these derivative securities. Mr. Roskind disclaims beneficial ownership of the reported derivative securities except to the extent of his pecuniary interest therein.

Consists of (i) 1,428 LCIF Units, which became exchangeable on 11/2/04 and are exchangeable each anniversary thereafter; (ii) 208 LCIF Units, which become exchangeable on 1/15/06 and are exchangeable each anniversary thereafter; (iii) 872 LCIF Units, which become exchangeable on 2/1/06 and are exchangeable each anniversary thereafter; (iv) 17,010 LCIF Units, which become exchangeable on 1/15/06 and are exchangeable each quarter end anniversary thereafter; and (v) 3,019 LCIF Units, which become exchangeable on 5/1/06 and are exchangeable each quarter end anniversary thereafter.
- (6) Consists of (i) 41,813 LCIF Units, which became exchangeable on 10/12/93; (ii) 4,245 LCIF Units, which became exchangeable on 5/22/98 and are exchangeable each January 15th thereafter; (iii) 565 LCIF Units, which became exchangeable on 1/15/99 and are exchangeable each anniversary thereafter; and (iv) 356,935 LCIF Units, which became exchangeable on 1/15/99 and are exchangeable each quarter anniversary thereafter.
- (7) These LCIF Units became exchangeable on 1/15/99 and are exchangeable each quarter end anniversary thereafter.
- (8) These LCIF units became exchangeable on 12/1/99 and are exchangeable each quarter anniversary thereafter.
- (9) Consists of (i) 1,428 LCIF Units, which became exchangeable on 11/2/04 and are exchangeable each anniversary thereafter; and (ii) 871 LCIF Units, which become exchangeable on 2/1/06 and are exchangeable each anniversary thereafter.
- (10) Limited Partnership Units in Lepercq Corporate Income Fund II L.P. ("LCIF II Units"), which are exchangeable at certain times into common shares of Lexington Corporate Properties Trust (the "Trust") on a one-for-one basis.

Consists of (i) 21,443 LCIF II units, which became exchangeable on 10/12/93, (ii) 74,306 LCIF II Units, which became exchangeable on 1/15/99 and are exchangeable each quarter anniversary thereafter, and (iii) 22,300 LCIF II Units, which became exchangeable on 9/1/99 and are exchangeable each quarter anniversary thereafter.
- (11) Consists of (i) 14,914 LCIF II Units, which became exchangeable on 10/12/93; and (ii) 376,452 LCIF II Units, which became exchangeable on 9/1/99 and are exchangeable each quarter anniversary thereafter.
- (12) Mr. Roskind disclaims beneficial ownership of the reported derivative securities except to the extent of his pecuniary interest therein.
- (13) These LCIF II Units became exchangeable on 9/1/99 and are exchangeable each quarter anniversary thereafter.

Limited Partnership Units in Net 3 Acquisition L.P. (the "Net 3 Units"), which become exchangeable on 11/27/06, and are exchangeable each quarter anniversary thereafter, into common shares of the Trust on a one-for-one basis. The Net 3 Units do not carry a conversion or exercise price.
- (14)

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.