

UNITED DOMINION REALTY TRUST INC

Form 8-K

February 24, 2006

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**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): February 20, 2006

UNITED DOMINION REALTY TRUST, INC.

(Exact name of registrant as specified in charter)

Maryland

(State or other jurisdiction of
incorporation)

1-10524

(Commission File Number)

54-0857512

(I.R.S. Employer
Identification No.)

1745 Shea Center Drive, Suite 200, Highlands Ranch, Colorado 80129

(Address of principal executive offices)(Zip Code)

Registrant's telephone number, including area code: **(720) 283-6120**

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 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

On February 20, 2006, Scott A. Shanaberger notified United Dominion Realty Trust, Inc. (the Company) that he is resigning as the Company's Senior Vice President and Chief Accounting Officer, effective March 15, 2006, to accept the position of Chief Financial Officer with a privately held real estate company. David L. Messenger, our Vice President and Controller, will assume the position of Vice President and Chief Accounting Officer of the Company effective March 15, 2006.

ITEM 7.01. Regulation FD Disclosure.

Beginning February 24, 2006, the information included as Exhibit 99.1 of this report will be available on the website of United Dominion Realty Trust, Inc.

ITEM 9.01. Financial Statements and Exhibits.

(d) Exhibits

| Exhibit No. | Description |
|--------------------|--|
| 99.1 | Materials Relating to Mature Market Trends as of January 2006. |

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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.

UNITED DOMINION REALTY
TRUST, INC.

Date: February 24, 2006

/s/ Scott A. Shanaberger

Scott A. Shanaberger
Senior Vice President and
Chief Accounting Officer

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EXHIBIT INDEX

| Exhibit No. | Description |
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| 99.1 | Materials Relating to Mature Market Trends as of January 2006. |