## Edgar Filing: LEXINGTON CORPORATE PROPERTIES TRUST - Form 8-K

LEXINGTON CORPORATE PROPERTIES TRUST Form 8-K October 31, 2003

> SECURITIES AND EXCHANGE COMMISION Washington, D.C. 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): October 28, 2003 \_\_\_\_\_

> LEXINGTON CORPORATE PROPERTIES TRUST \_\_\_\_\_

(Exact Name of Registrant as specified in its charter)

Maryland \_\_\_\_\_

1-12386 \_\_\_\_\_ 13-3717318 \_\_\_\_\_

(State or other jurisdiction (Commission File (IRS Employer of incorporation) Number) Identification No.)

355 Lexington Avenue, New York, New York 10017 \_\_\_\_\_ (Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (212) 692-7260 \_\_\_\_\_

> Not Applicable \_\_\_\_\_

(Former name or former address, if changed since last report)

Item 5. Other Events.

On October 28, 2003, Lexington Corporate Properties Trust, a Maryland statutory real estate investment trust (the "Trust"), entered into an Underwriting Agreement, dated as of October 29, 2003 (the "Underwriting Agreement"), between Wachovia Capital Markets, LLC, on the one hand, and the Trust, Lepercq Corporate Income Fund L.P. ("LCIF I"), Lepercq Corporate Income Fund II L.P. ("LCIF II") and Net 3 Acquisition L.P. ("Net 3"), on the other, with respect to the offering by the Trust (the "Offering") of 5,300,000 shares ("Offered Shares") of the Trust's common shares of beneficial interest, par value \$0.0001 per share ("Common Shares"), and up to an additional 795,000 Common Shares ("Option Shares") which may be issued and sold pursuant to the

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Underwriter's over-allotment option, pursuant to an effective shelf registration statement on Form S-3 (Registration No. 333-109393) as amended and supplemented by a prospectus supplement dated October 28, 2003. The Underwriting Agreement is attached as Exhibit 1.1 hereto and is incorporated herein by reference.

On October 29, 2003, the Trust issued a press release announcing the pricing of the Offering. A copy of the press release is attached as Exhibit 99.1 hereto and is incorporated herein by reference.

On October 31, 2003, Piper Rudnick LLP delivered its legality opinion with respect to the Offered Shares and the Option Shares. A copy of the legality opinion is attached as Exhibit 5.1 hereto.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

- (a) not applicable
- (b) not applicable
- (c) Exhibits
  - 1.1 Underwriting Agreement, dated as of October 28, 2003, between Wachovia Capital Markets, LLC, on the one hand, and Lexington Corporate Properties Trust, Lepercq Corporate Income Fund L.P., Lepercq Corporate Income Fund II L.P. and Net 3 Acquisition L.P., on the other.
  - 5.1 Opinion of Piper Rudnick LLP.
  - 23.1 Consent of Piper Rudnick LLP (included as part of Exhibit 5.1).
  - 99.1 Press Release dated October 29, 2003.

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.

By: Lexington Corporate Properties Trust

October 31, 2003

By:/s/ Patrick Carroll Patrick Carroll

Chief Financial Officer