WATTLES THOMAS G

Form 4 January 19, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number:

OMB APPROVAL

January 31, Expires: 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * WATTLES THOMAS G			2. Issuer Name and Ticker or Trading Symbol DIVIDEND CAPITAL TRUST INC [[none]]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 518 17TH S	(First) (N	Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/14/2005			X Director 10% OwnerX Officer (give title Other (specify below) Chairman					
DENVER, ((Street)			ndment, Dat h/Day/Year)	e Original			6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by N Person	•	rson	
(City)	(State)	(Zip)	Table	I - Non-De	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any	med n Date, if Day/Year)	3. Transactio Code (Instr. 8)	4. Securiti n(A) or Dis (Instr. 3, 4)	posed	of (D)	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 Indirect Beneficial Ownership (Instr. 4)	
Common Stock	01/14/2005			P	41,408	A	\$ 9.66	41,408	I	See footnote 1	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

Edgar Filing: WATTLES THOMAS G - Form 4

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. Transact Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3,	onNumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Derivat Securit (Instr. 5
				Code V	/ (A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Partnership Units (2)	\$ 10.5					(3)	(3)	Common Stock	20,000	

Reporting Owners

Reporting Owner Name / Address	Relationships						
r g	Director	10% Owner	Officer	Other			
WATTLES THOMAS G 518 17TH STREET SUITE 1700 DENVER, CO 80202	X		Chairman				

Signatures

Reporting Person

Thomas G.
Wattles

**Signature of 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).
- (1) Through Thomas and Joan Wattles Revocable Trust.
- (2) The Partnership Units were issued by Dividend Capital Operating Partnership LP, an affiliate of the Issuer.
- (3) The holder of the Partnership Units may at any time cause the Issuer to redeem the Units for cash or at the Issuer's option, shares of common stock currently at a price of \$10.50 per share.
- (4) The Partnership Units are owned by Dividend Capital Advisors LLC, a privately-held limited liability company of which the Reporting Person is a member.

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.

Reporting Owners 2