

Matula Dan S  
Form 3  
January 19, 2011

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

OMB APPROVAL  
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**INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Matula Dan S</p> <p>(Last) (First) (Middle)</p> <p>4582 S. ULSTER STREET PARKWAY, SUITE 1100</p> <p>(Street)</p> <p>DENVER, CO 80237</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/10/2011</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>APARTMENT INVESTMENT &amp; MANAGEMENT CO [AIV]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Executive Vice President</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	5,389	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Matula Dan S 4582 S. ULSTER STREET PARKWAY SUITE 1100 DENVER, CO 80237	Â	Â	Â Executive Vice President	Â

## Signatures

Dan S. Matula	01/19/2011
**Signature of Reporting Person	Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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.

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(Instr. 4)10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)

(Instr. 4)11. Nature of Indirect Beneficial Ownership

(Instr. 4)CodeV(A)(D)Date ExercisableExpiration DateTitleAmount or Number of Shares Stock Options \$ 42.8282

01/01/2001<sup>(4)</sup>12/31/2008 Common Stock 3,200 3,200 D Stock Options \$ 59.4375 01/01/2002<sup>(4)</sup>12/31/2008  
Common Stock 6,000 6,000 D Stock Options \$ 26.625 03/01/2003<sup>(4)</sup>12/31/2009 Common Stock 950 950 D  
Stock Options \$ 47.5 03/01/2003<sup>(4)</sup>12/31/2009 Common Stock 1,899 1,899 D Stock Options \$ 21.7812  
01/01/2003<sup>(4)</sup>12/31/2009 Common Stock 12,096 12,096 D Stock Options \$ 21.7812  
01/01/2003<sup>(4)</sup>12/31/2009 Common Stock 15,000 15,000 D Stock Options \$ 7.885 01/01/2006<sup>(4)</sup>12/31/2012  
Common Stock 46,800 46,800 D Stock Options \$ 13.685 01/01/2006<sup>(4)</sup>12/31/2011 Common Stock 28,000  
28,000 D Performance Shares \$ 0 <sup>(1)</sup>07/01/2008 A 10,166 <sup>(2)</sup> 08/08/1998<sup>(1)</sup>08/08/1998<sup>(1)</sup> Common Stock 10,166 \$  
0 <sup>(1)</sup> 32,967 <sup>(2)</sup> D

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cronin Michael Stephen 45 GLOVER AVENUE P.O. BOX 4505 NORWALK, CT 06856-4505			Vice President	

## Signatures

Karen Boyle,  
Attorney-in-Fact

07/02/2008

\_\_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).
- (1) Not Applicable
  - (2) These performance shares were earned based on achievement of specific annual performance criteria that are not tied solely to the market price of Issuer securities. Performance shares, to the extent earned, are scheduled to vest three years from their respective grant date.
  - (3) Incentive stock rights under 16b-3 plan payable in shares treated as restricted stock. These rights are subject to vesting requirements.
  - (4) Options vest over three years, 33% per year beginning in year shown.

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