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both Institutional Shareholder Services Inc. ("ISS") and Glass Lewis & Co. ("Glass Lewis") recommend that Power REIT shareholders vote "FOR ALL" of the incumbent trustee nominees (Messrs. David H. Lesser, Virgil E. Wenger, William S. Susman and Patrick R. Haynes, III). ISS and Glass Lewis are two of the leading proxy advisory firms in the U.S. Their analyses and reports are relied upon by hundreds of major institutional investment firms, mutual and pension funds, and other fiduciaries.

SECTION 9: FINANCIAL STATEMENTS AND EXHIBITS

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit Description

99.1 Press Release of Power REIT dated May 18, 2012

SIGNATURE

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.

Date: May 18, 2012

POWER REIT

By: /s/ David H. Lesser
Name: David H. Lesser
Title: CEO and Chairman