

WASHINGTON REAL ESTATE INVESTMENT TRUST

Form 4

August 11, 2006

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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)

1. Name and Address of Reporting Person *
MCDANIEL JOHN P

2. Issuer Name and Ticker or Trading Symbol
WASHINGTON REAL ESTATE INVESTMENT TRUST [WRE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6110 EXECUTIVE BLVD., SUITE 800
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/10/2006

____ Director
____ Officer (give title below) 10% Owner
 Other (specify below)
Trustee

ROCKVILLE, MD 20852

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price (A) or (D) | | |
| Common Stock | 08/10/2006 | | M | | 2,000 A \$ 17.59 | 10,127 | D |
| Common Stock | 08/10/2006 | | M | | 2,000 A \$ 14.47 | 12,127 | D |
| Common Stock | 08/10/2006 | | M | | 2,000 A \$ 21.34 | 14,127 | D |
| Common Stock | 08/10/2006 | | S | | 200 D \$ 38.09 | 13,927 | D |
| Common Stock | 08/10/2006 | | S | | 1,383 D \$ 38.1 | 12,544 | D |

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| | | | | | | | |
|--------------|------------|---|-----|---|----------|--------|---|
| Common Stock | 08/10/2006 | S | 617 | D | \$ 38.12 | 11,927 | D |
| Common Stock | 08/10/2006 | S | 200 | D | \$ 38.13 | 11,727 | D |

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

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(9-02)

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

| 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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| NQO - 1998 Trustee | \$ 17.59 | 08/10/2006 | | M | 2,000 | 12/15/1998 12/15/2008 | Common Stock | 2,000 |
| NQO - 1999 Trustee | \$ 14.47 | 08/10/2006 | | M | 2,000 | 12/17/1999 12/17/2009 | Common Stock | 2,000 |
| NQO - 2000 Trustee | \$ 21.34 | 08/10/2006 | | M | 2,000 | 12/15/2000 12/15/2010 | Common Stock | 2,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|---------|
| | Director | 10% Owner | Officer | Other |
| MCDANIEL JOHN P 6110 EXECUTIVE BLVD. SUITE 800 ROCKVILLE, MD 20852 | | | | Trustee |

Signatures

By: Sara L.
Grootwassink

08/11/2006

__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).

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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