

GOVERNMENT PROPERTIES TRUST INC

Form 8-K

May 23, 2006

**SECURITIES AND EXCHANGE COMMISSION
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) May 23, 2006

GOVERNMENT PROPERTIES TRUST, INC.

(Exact name of registrant as specified in its charter)

Maryland

1-31962

20-0611663

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

13625 California Street, Suite 310, Omaha, Nebraska

68154

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code

(402) 391-0010

None

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01. Regulation FD Disclosure

On May 22, 2006, Government Properties Trust, Inc. (GPT) issued a press release announcing that its Board of Directors has engaged Wachovia Capital Markets, LLC as the Company's exclusive financial advisor to assist in evaluating various alternatives that may be available to the Company.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits

99.1 Press Release of the Company, dated May 22, 2006, announcing the Company has engaged Wachovia Capital Markets, LLC as financial advisor to assist in evaluating various alternatives that may be available to the Company.

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.

**GOVERNMENT PROPERTIES TRUST,
INC.**

Date: May 23, 2006

By: /s/ Nancy D. Olson
Nancy D. Olson
Chief Financial Officer and Treasurer