

UDR, Inc.  
Form 8-K  
September 26, 2013

**As filed with the Securities and Exchange Commission on September 26, 2013**

**UNITED STATES**  
**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): September 26, 2013**

**UDR, Inc.**

**(Exact name of registrant as specified in its charter)**

**Maryland**  
**(State or other jurisdiction)**

**1-10524**  
**(Commission)**

**54-0857512**  
**(I.R.S. Employer)**

**of incorporation)**

**File Number)**

**Identification No.)**

**1745 Shea Center Drive, Suite 200,**

**Highlands Ranch, Colorado**  
**(Address of principal executive offices)**

**80129**  
**(Zip Code)**

**Registrant's telephone number, including area code: (720) 283-6120**

**Not Applicable**

**(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))

**Item 8.01 Other Events**

On September 26, 2013, UDR, Inc., a Maryland corporation (the Company ), issued \$300,000,000 aggregate principal amount of the Company s 3.700% Medium-Term Notes, Series A, due October 1, 2020 (the Notes ). On September 19, 2013, the Company issued a press release announcing the pricing of the Notes. A copy of the press release is attached hereto as Exhibit 99.1, and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

**Exhibit**

<b>No.</b>	<b>Description</b>
5.1	Opinion of Morrison & Foerster LLP
99.1	Press Release dated September 19, 2013

**SIGNATURES**

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.

UDR, Inc.

September 26, 2013

By: /s/ Thomas M. Herzog

Name: Thomas M. Herzog

Title: Senior Vice President and Chief Financial Officer

EXHIBIT LIST

<b>Exhibit No.</b>	<b>Description</b>
5.1	Opinion of Morrison & Foerster LLP
99.1	Press Release dated September 19, 2013