

UDR, Inc.
Form 8-K
March 19, 2007

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): March 19, 2007

UDR, INC.

(Exact name of registrant as specified in its charter)

Maryland

(State or other jurisdiction of
incorporation)

1-10524

(Commission File Number)

54-0857512

(I.R.S. Employer
Identification No.)

1745 Shea Center Drive, Suite 200, Highlands Ranch, Colorado 80129

(Address of principal executive offices)(Zip Code)

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

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:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - o 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.

The information included as Exhibit 99.1 to this report will be made available to investors beginning March 19, 2007.

Beginning March 19, 2007, the information included as Exhibit 99.2 to this report will be available on the website of UDR, Inc.

ITEM 8.01. Other Events.

Attached to this report as Exhibit 99.3 is the form of Restricted Stock Award Agreement for awards of UDR, Inc. restricted stock outside of the UDR, Inc. 1999 Long-Term Incentive Plan.

ITEM 9.01. Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit No. | Description |
|--------------------|---|
| 99.1 | Presentation Materials. |
| 99.2 | Materials Relating to Mature Market Trends as of February 2007. |
| 99.3 | Form of Restricted Stock Award Agreement. |

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.

Date: March 19, 2007

/s/ David L. Messenger
David L. Messenger
Senior Vice President and Chief
Accounting Officer

EXHIBIT INDEX

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