

ASHFORD HOSPITALITY TRUST INC
Form 8-K
September 16, 2008

**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 15, 2008
(Exact name of registrant as specified in its charter)**

| | | |
|---|-----------------------------|---|
| Maryland | 001-31775 | 86-1062192 |
| (State or other jurisdiction of incorporation or organization) | (Commission File Number) | (IRS employer identification number) |
| 14185 Dallas Parkway, Suite 1100 Dallas, Texas | | 75254 |
| (Address of principal executive offices) | | (Zip code) |

Registrant's telephone number, including area code (972) 490-9600

Check the appropriated box 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 14-a-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 September 15, 2008, Ashford Hospitality Trust, Inc. (the Company) issued a press release announcing that its Board of Directors:

- a) declared a common stock dividend for the third quarter ended September 30, 2008, of \$0.21 per diluted share, payable October 15, 2008, for shareholders of record on September 30, 2008, and
- b) declared a dividend for the third quarter ended September 30, 2008, of \$0.5344 per diluted share, for the Company s 8.55% Series A Cumulative Preferred Stock. This dividend is payable October 15, 2008, for shareholders of record on September 30, 2008, and
- c) declared a dividend for the third quarter ended September 30, 2008, of \$0.528125 per diluted share, for the Company s 8.45% Series D Cumulative Preferred Stock. This dividend is payable October 15, 2008, for shareholders of record on September 30, 2008.

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

Exhibit
Number

99.1 Press Release of the Company, dated September 15, 2008, furnished under Item 7.01, announcing the declaration of dividends.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: September 16, 2008

ASHFORD HOSPITALITY TRUST, INC.

By: /s/ DAVID A. BROOKS

David A. Brooks

Chief Legal Officer