

ASHFORD HOSPITALITY TRUST INC

Form 8-K

August 05, 2004

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**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): August 4, 2004

ASHFORD HOSPITALITY TRUST, INC.

(Exact name of registrant as specified in its charter)

MARYLAND
(State of Incorporation)

001-31775
(Commission File Number)

86-1062192
(I.R.S. Employer
Identification
Number)

14185 Dallas Parkway, Suite 1100
Dallas, Texas
(Address of principal executive offices)

75254
(Zip code)

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

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ITEM 2. ACQUISITION OR DISPOSITION OF ASSETS

On August 4, 2004, Ashford Hospitality Trust, Inc. (the Company) issued a press release announcing that it will be acquiring nine hotel properties from Dunn Hospitality Group (Dunn) for approximately \$59 million in cash plus approximately \$3 million worth of limited partnership units. The purchase price was the result of an arms length negotiation. The Company will use cash from borrowings as the source of funds for the acquisition of these properties. The acquisition is expected to close in August 2004. A copy of the press release is attached hereto as Exhibit 99.35 and is incorporated herein by reference.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(a) Financial Statements of Properties Acquired

All required financial statements of the properties being acquired will be filed by amendment to this Form 8-K no later than 60 days after the date that this initial report on Form 8-K must be filed.

(b) Pro Forma Financial Information

All required pro forma financial information of the Company, taking into account the acquisition, will be filed no later than 60 days after the date that this initial report on Form 8-K must be filed.

(c) Exhibits

99.35	Press Release of the Company dated August 4, 2004, announcing the acquisition of the Dunn properties.
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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: August 4, 2004

ASHFORD HOSPITALITY TRUST, INC.

By: /s/ DAVID A. BROOKS

David A. Brooks
Chief Legal Officer