Richards Christine Form 3/A June 07, 2010

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response... Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Â Richards Christine

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

06/03/2010

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Education Realty Trust, Inc. [EDR]

530 OAK COURT DRIVE,

SUITE 300

(Street)

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

05/20/2010

(Check all applicable)

Senior VP Property Operations

Director _X__ Officer

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

MEMPHIS, TNÂ 38117

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

(I) (Instr. 5)

Ownership Form: Direct (D)

Table I - Non-Derivative Securities Beneficially Owned

Ownership (Instr. 5)

or Indirect

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable

Expiration Title Date

Amount or Number of Shares

Derivative Security

or Indirect (I)

(Instr. 5)

Profits Interest Units (1) \hat{A} (1) \hat{A} (1) \hat{A} (1) Common Stock 2,500 \$ (1) D \hat{A}

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Richards Christine

530 OAK COURT DRIVE, SUITE 300 ŠŠSenior VP Property Operations ŠMEMPHIS, TNÂ 38117

Signatures

/s/ Helen W. Brown as Attorney-in-Fact for Christine
Richards

06/07/2010

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Represents membership interests in Education Realty Limited Partner, LLC (the "LLC"), an entity that owned a special class of partnership units ("PIUs") in Education Realty Operating Partnership, LP (the "Operating Partnership"), an entity of which the issuer is the indirect general partner. Upon the occurrence of certain capital account equalization events, the PIUs would have become the

(1) the indirect general partner. Upon the occurrence of certain capital account equalization events, the PIUs would have become the equivalent of common units of limited partnership in the Operating Partnership and subsequently would have been exchangeable for shares of the issuer's common stock on a one-for-one basis. This Form 3/A is being filed to report the reporting person's ownership of 2,500 PIUs which were inadvertently omitted from the reporting person's Form 3 filed on May 20, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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