

HUGHES B WAYNE JR
 Form 4
 May 09, 2008

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 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 *
HUGHES B WAYNE JR

(Last) (First) (Middle)

**C/O PUBLIC STORAGE, 701
 WESTERN AVENUE**

(Street)

GLENDALE, CA 91201-2349

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Public Storage [PSA]

3. Date of Earliest Transaction
 (Month/Day/Year)
05/08/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Depository Shares Representing Equity Stock					2,953	I	By children (10)
Common Stock					8,005	D (12)	
Common Stock					11,348	D (1)	
Common Stock					1,068,511	D	
					4,646,998	I	

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Common Stock			As Trustee <u>(14)</u>
Common Stock	25,692	I	By wife as custodian <u>(2)</u>
Common Stock	3,390	I	Custodian <u>(3)</u>
Common Stock	8,506	I	Custodian <u>(4)</u>
Common Stock	233	I	By wife IRA <u>(5)</u>
Common Stock	444	I	By wife <u>(6)</u>
Common Stock	1,231	I	By IRA <u>(7)</u>
Common Stock	17,890	I	By wife as custodian <u>(8)</u>
Common Stock	386,717.0001	I	By 401(k) Plan <u>(9)</u>
Depository Shares Representing Equity Stock	43	D <u>(1)</u>	
Depository Shares Representing Equity Stock	32,159	D	
Depository Shares Representing Equity Stock	772	I	By wife as custodian <u>(2)</u>
Depository Shares Representing Equity Stock	96	I	Custodian <u>(3)</u>
Depository Shares Representing Equity Stock	213	I	Custodian <u>(4)</u>
Depository Shares Representing Equity Stock	7	I	By wife IRA <u>(5)</u>

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Depository Shares Representing Equity Stock	11	I	By wife <u>(6)</u>
Depository Shares Representing Equity Stock	40	I	By IRA <u>(7)</u>
Depository Shares Representing Equity Stock	581	I	By wife as custodian <u>(8)</u>
Depository Shares Representing Equity Stock	6,975.2911	I	By 401(k) Plan <u>(9)</u>

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (right to buy)	\$ 91.81	05/08/2008		A	5,000	05/08/2009	05/08/2018	Common Stock	5,000
Stock Option (right to buy)	\$ 74.23					08/02/2008	08/02/2017	Common Stock	2,500
	\$ 91.68					05/03/2008	05/03/2017		2,500

