#### Edgar Filing: ASSOCIATED ESTATES REALTY CORP - Form 4/A

#### ASSOCIATED ESTATES REALTY CORP

Form 4/A

Common

Shares

November 07, 2006

<b>FORM</b>	ЛД							OMB AP	PROVAL	
	UNITED	STATES SECU	JRITIES . ashingtor			NGE CO	OMMISSION	OMB Number:	3235-0287	
Check this box if no longer  CRATIENTE OF CHANGES IN DENIEFICIAL ONVINER						Expires:	January 31, 2005			
subject Section	to <b>STATE</b> N 16.	ANGES IN BENEFICIAL OWNER SECURITIES				ERSHIP OF	Estimated av	verage s per		
Form 4 or Form 5 obligations may continue.  See Instruction 1(b).  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							response	0.5		
Print or Type	Responses)									
1. Name and Address of Reporting Person * FRIEDMAN JEFFREY I			Symbol				. Relationship of Reporting Person(s) to ssuer			
		ASSOCIATED ESTATES REALTY CORP [AEC]					(Check all applicable)			
(Mor			Month/Day/Year) —							
I ALC I A								President & C		
	(Street)	Filed(N	mendment, D Month/Day/Ye 1/2006	_		1	5. Individual or Joi Applicable Line) _X_ Form filed by Or			
CLEVELA	ND, OH 44143					Ī	Form filed by Mo Person	ore than One Rep	oorting	
(City)	(State)	(Zip) Ta	able I - Non-	Derivative S	Securi	ities Acqu	ired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securitie on Disposed o (Instr. 3, 4	f (D)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
C			Code V	Amount	(D)	Price \$	(Instr. 3 and 4)			
Common Shares	11/02/2006		S	100,000	D	15.6968 (1)	8 376,452	D		
Common Shares							5,790	I	401(k)	

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 SEC 1474 (9-02)

374,865

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By wife

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# displays a currently valid OMB control number.

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exerc Expiration D		7. Title Amou		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(World, Day, Tear)	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/		Under Securi	lying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
reporting owner runte, runteess	Director	10% Owner	Officer	Other			
FRIEDMAN JEFFREY I 1 AEC PARKWAY	X		Chairman, President & CEO				
CLEVELAND, OH 44143							

## **Signatures**

Suzanne K. Hanselman, Attorney-in-Fact

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(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).
- (1) The price per share indicated on the original Form 4 was incorrect.

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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