

CAMDEN PROPERTY TRUST

Form 424B3

November 07, 2005

Prospectus Supplement  
To Prospectus Dated April 8, 2005

**CAMDEN PROPERTY TRUST**  
**1,692,070.984 Common Shares of Beneficial Interest**

This prospectus supplement updates the prospectus of Camden Property Trust, dated April 8, 2005, relating to the potential sale from time to time of up to 1,692,070.984 common shares of beneficial interest by the selling shareholders identified in this prospectus supplement.

The following table sets forth the number of units held by the selling shareholders as of November 4, 2005, and the maximum number of common shares that may be sold by the selling shareholders. The amounts set forth below are based on information provided to us by the selling shareholders, or on our records, and are accurate to the best of our knowledge. Since April 8, 2005, 47,193.475 units have been exchanged. Each unit may be exchanged for one common share, subject to adjustment. In lieu of issuing common shares upon the exchange of the units, we may, at our option, issue cash in an amount equal to the market value of an equivalent number of common shares.

<b>Selling Shareholder</b>	<b>Number of Units Held</b>	<b>Maximum Number of Common Shares to be Sold</b>
Kenneth M. Barnes Revocable Trust <sup>(1)</sup>	950.223	950.223
Thomas M. Barnhardt	1,691.036	1,691.036
Bissell Ballantyne, LLC <sup>(2)</sup>	30,331.563	30,331.563
Douglas L. Boone	2,016.799	2,016.799
Estate of Timothy A. Braswell	9,499.552	9,499.552
Eugene E. Brucker	1,070.589	1,070.589
T. Carl Dedmon	1,900.445	1,900.445
Robert W. Donaldson, Jr.	2,016.799	2,016.799
B. D. Farmer, III	2,563.127	2,563.127
John C. Golding	3,191.036	3,191.036
Frances J. Intagliata	1,070.589	1,070.589
Donald H. Jones	3,191.036	3,191.036
Raymond V. Jones <sup>(4)</sup>	155,490.136	155,490.136
Jack Krause	2,141.177	2,141.177
Keith H. Kuhlman Revocable Trust of 1992 <sup>(3)(4)</sup>	113,010.300	113,010.300
Duncan A. Killen	2,141.177	2,141.177
Richard E. Killough	3,191.036	3,191.036
Roger M. Lewis	1,682.449	1,682.449
Michael G. Malone	1,634.972	1,634.972
Thomas Mannausa	235.382	235.382
Daniel P. McCabe	251.431	251.431
William B. McGuire, Jr.	414,803.303	414,803.303
Mark L. Messerly	1,899.777	1,899.777
Roy H. Michaux, Jr.	807.121	807.121
Jack R. Miller	1,900.445	1,900.445
John C. Moore	4,147.946	4,147.946
Kenneth M. Murphy	2,141.177	2,141.177
Randy J. Pace	5,509.419	5,509.419

Edgar Filing: CAMDEN PROPERTY TRUST - Form 424B3

Bailey Patrick, Jr.	1,613.573	1,613.573
William F. Paulsen <sup>(4)</sup>	398,575.292	398,575.292

---

<b>Selling Shareholder</b>	<b>Number of Units Held</b>	<b>Maximum Number of Common Shares to be Sold</b>
L. Gordon Pfefferkorn	1,900.445	1,900.445
Eugene V. Rankin Living Trust <sup>(5)</sup>	2,141.177	2,141.177
Robert W. Sauer Grantor Trust <sup>(6)</sup>	1,070.589	1,070.589
Sam J. Rosenbloom Living Trust <sup>(7)</sup>	2,141.177	2,141.177
Stephen F. Smoak	2,320.389	2,320.389
Eloise Y. Spangler	3,191.036	3,191.036
Emil A. Stange	2,141.177	2,141.177
Street Enterprises, L.P. <sup>(2)</sup>	265,728.675	265,728.675
John B. Summers Living Trust <sup>(8)</sup>	2,141.177	2,141.177
Roberta K. Symonds	2,141.177	2,141.177
Nick Tacony	2,141.177	2,141.177
Patricia B. Terwilliger	35,577.515	35,577.515
Edward D. Trevillian	546.328	546.328
David F. Tufaro	138,011.656	138,011.656
Rebecca Gordan Vaughn	3,191.036	3,191.036
W.A. & C. D. Frank Living Trust <sup>(9)</sup>	2,141.177	2,141.177
Owen H. Whitfield	3,191.036	3,191.036
Gerald S. Workman	2,016.799	2,016.799
Stephen C. Wylie	879.341	879.341
Bernard A. Zimmer	1,595.518	1,595.518
<b>Total</b>	<b>1,644,877.509</b>	<b>1,644,877.509</b>

(1) Controlled by  
Kenneth M.  
Barnes.

(2) Controlled by  
Edward Curren.

(3) Controlled by  
Keith H.  
Kuhlman.

(4) Pursuant to a  
Merrill Lynch  
Loan  
Management  
Account  
Agreement  
among such  
holder, Merrill

Lynch Bank  
USA and  
Merrill Lynch,  
Pierce, Fenner  
& Smith  
Incorporated  
(the Loan  
Agreement ), all  
of common  
shares that may  
be sold by such  
holder under  
this prospectus  
have been  
pledged by such  
holder to Merrill  
Lynch Bank  
USA as security  
for a loan or  
other extension  
of credit to such  
holder. Upon a  
default under  
the Loan  
Agreement with  
such holder,  
Merrill Lynch  
Bank USA or its  
parent, Merrill  
Lynch & Co.  
Inc., or any  
subsidiary  
thereof, may be  
a selling  
shareholder  
hereunder and  
may sell the  
applicable  
common shares  
offered by this  
prospectus.

(5) Controlled by  
Eugene V.  
Rankin.

(6) Controlled by  
Robert W.  
Sauer.

(7)

Controlled by  
Sam R.  
Rosenbloom.

(8) Controlled by  
John B.  
Summers.

(9) Controlled by  
W.A. Frank and  
C.D. Frank.

This prospectus supplement is not complete without, and may not be delivered or utilized except in connection with, the prospectus dated April 8, 2005, and we have not authorized anyone to deliver or use this prospectus supplement without the prospectus.

The date of this prospectus supplement is November 7, 2005