

Hudson Pacific Properties, Inc.
Form 8-A12B
June 21, 2010

As filed with the Securities and Exchange Commission on June 21, 2010

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

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934

Hudson Pacific Properties, Inc.

(Exact name of registrant as specified in its charter)

Maryland
(State of incorporation)

27-1430478
(I.R.S. Employer)

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or organization)

Identification no.)

11601 Wilshire Blvd., Suite 1600

Los Angeles, California
(Address of principal executive offices)

90025
(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered
Common Stock, \$0.01 par value

Name of each exchange on which each class is to be registered
The New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box

Securities Act registration statement file number to which this form relates: 333-164916.

Securities to be registered pursuant to Section 12(g) of the Act: None.

Item 1. Description of Registrant's Securities to be Registered.

Hudson Pacific Properties, Inc. (the Registrant) hereby incorporates by reference herein the description of its common stock, par value \$0.01 per share, to be registered hereunder set forth under the heading Description of Stock in the Registrant's prospectus forming part of its Registration Statement on Form S-11 (File No. 333-164916), originally filed with the Securities and Exchange Commission pursuant to the Securities Act of 1933, as amended, on February 16, 2010 as thereafter amended and supplemented.

Item 2. Exhibits.

The following exhibits to this registration statement are filed herewith or have been filed as exhibits to the Registrant's Registration Statement on Form S-11 and are hereby incorporated by reference herein:

Exhibit

| Number | Description |
|---------------|--|
| 3.1 * | Articles of Amendment and Restatement of Hudson Pacific Properties, Inc. |
| 3.2 * | Amended and Restated Bylaws of Hudson Pacific Properties, Inc. |
| 4.1 * | Form of Certificate of Common Stock of Hudson Pacific Properties, Inc. |
| 10.2 * | Form of Registration Rights Agreement among Hudson Pacific Properties, Inc. and the persons named therein. |

* Incorporated by reference herein to the applicable exhibit filed with the Registrant's Registration Statement on Form S-11 (File No. 333-164916).

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: June 21, 2010

Hudson Pacific Properties, Inc.

By: /s/ VICTOR J. COLEMAN
Name: **Victor J. Coleman**
Title: **Chief Executive Officer**

EXHIBIT INDEX

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