

ATKINS WILLIAM T  
Form 4  
December 19, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
ATKINS WILLIAM T

2. Issuer Name and Ticker or Trading Symbol  
AMERIVEST PROPERTIES INC  
[AMV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
12/15/2005

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

1780 SOUTH BELLAIRE STREET, SUITE 100

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

DENVER, CO 80222

(City) (State) (Zip)

**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)	Price \$			
				Code	V	Amount		
Common Stock	12/15/2005		J <sup>(1)</sup>	4,962	A	4.15	63,812	D
Common Stock							224,241	I
Common Stock							352,293 <sup>(2)</sup>	I
							By Atkins Family Limited Partnership	
							By Sheridan Realty Advisors	



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- On December 15, 2005, a charitable remainder annuity trust (with an independent trustee) of which the Reporting Person is the sole non-charitable beneficiary distributed to the Reporting Person 4,962 shares of the Issuer's Common Stock in satisfaction of the trust's obligation to pay \$20,343.29 to the Reporting Person.
- (1) non-charitable beneficiary distributed to the Reporting Person 4,962 shares of the Issuer's Common Stock in satisfaction of the trust's obligation to pay \$20,343.29 to the Reporting Person.
  - (2) The Reporting Person disclaims beneficial ownership over 176,146.5 of these shares.
  - (3) The Reporting Person disclaims beneficial ownership over 83,413 of these shares.
  - (4) Shares held by minor children of Reporting Person for which the Reporting Person acts as Trustee.
  - (5) Represents the closing price of the Issuer's Common Stock on December 13, 2005.

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.