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COUSINS PROPERTIES INC

Form 4

September 02, 2008

FORM	Δ							_	APPROVAL	
	UNITEDSI	Washington, D.C. 20549								
if no longe subject to	Check this box if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Expires: Estimated burden he response	ours per			
Form 5 obligations may contin <i>See</i> Instruct 1(b).	Section 17(a)	ant to Section of the Public U 30(h) of the I	Jtility Hold	ing Comp	any .	Act of	1935 or Section	·		
(Print or Type Re	esponses)									
1. Name and Ad BELL THOM	dress of Reporting Pe IAS D JR	Symbol	er Name and				5. Relationship o	of Reporting Po	erson(s) to	
			COUSINS PROPERTIES INC [CUZ]				(Check all applicable)			
(Last)	(First) (Mic	(Month/	3. Date of Earliest Transaction (Month/Day/Year)				_X_ Director 10% Owner Specify below) Other (specify below)			
3600	TREE STREET, S	UITE 08/29/	2008				Cha	nirman and CE	CO	
A TOU A NUTS A	(Street)		nendment, Date onth/Day/Year)	e Original			6. Individual or J Applicable Line) _X_ Form filed by Form filed by		Person	
ATLANTA,							Person		1 0	
(City)	(State) (Zi	ip) Tal	ole I - Non-De	erivative S	ecuriti	ies Acqu	uired, Disposed o	of, or Benefic	ially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Ye	Code ar) (Instr. 8)	ior(A) or D (D)	4 and (A) or	d of	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 Indirect Beneficial Ownership (Instr. 4)	
Series A Cumulative Redeemable Preferred Stock	08/29/2008		P	1,000	A	\$ 21.5	23,524	D		
Series A Cumulative Redeemable Preferred Stock							25,874 <u>(1)</u>	I	By The Jennifer and Thomas Bell Family Foundation	

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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.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	Date Exerc	cisable and	7. Title a	and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amount	of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlyi	ing	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	
	Derivative				Securities			(Instr. 3	and 4)		
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
								Δ	mount		
								or			
						Date	Expiration	Title N			
						Exercisable	Date	of			
				Code V	(A) (D)				hares		
					(1-)			- 01			

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting owner runte, runteess	Director	10% Owner	Officer	Other			
BELL THOMAS D JR 191 PEACHTREE STREET SUITE 3600 ATLANTA, GA 30303	X		Chairman and CEO				

Signatures

ThomasD.Bell,

Jr. 09/02/2008

**Signature of Date Reporting Person

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) Shares held by The Jennifer and Thomas Bell Family Foundation for which the reporting person and the reporting person's wife serve as co-trustees.

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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