

HARTMAN COMMERCIAL PROPERTIES REIT  
Form 8-K  
March 28, 2007

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

**FORM 8-K**

**CURRENT REPORT  
PURSUANT TO SECTION 13 or 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): March 27, 2007**

**Hartman Commercial Properties REIT**  
(Exact Name of Registrant as Specified in Its Charter)

**Maryland**  
(State or other jurisdiction of  
incorporation  
or organization)

**000-50256**  
(Commission File  
Number)

**76-0594970**  
(I.R.S. Employer  
Identification No.)

**1450 West Sam Houston Parkway North, Suite 111**  
**Houston, Texas 77043**  
(Address of principal executive offices)  
(Zip Code)

**(713) 827-9595**  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



**Item 7.01**

**Regulation FD Disclosure.**

On March 27, 2007 Hartman Commercial Properties REIT (“HCP REIT”) issued a letter to all shareholders giving them the required ten day notice to terminate the dividend reinvestment plan. As a result, our dividend reinvestment plan will terminate on April 6, 2007 and dividends will be paid in the form of a check.

A copy of the letter is furnished herewith as Exhibit 99.1 to the Current Report on Form 8-K and is incorporated herein by reference.

**Item 9.01**

**Financial Statements and Exhibits.**

**(d) Exhibits.**

99.1 Letter to Shareholders, dated March 27, 2007

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Hartman Commercial Properties REIT**

Date: March 28, 2007

By: /s/ James C. Mastandrea  
Name: James C. Mastandrea  
Title: Interim Chief Executive Officer