

ELSZTAIN EDUARDO S  
Form 3/A  
December 17, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â ELSZTAIN EDUARDO S</p> <p>(Last) (First) (Middle)</p> <p>HERSHA HOSPITALITY TRUST, Â 510 WALNUT STREET, 9TH FLOOR</p> <p>(Street)</p> <p>PHILADELPHIA, Â PA Â 19106</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/04/2009</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>HERSHA HOSPITALITY TRUST [HT]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director    <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer    <input type="checkbox"/> Other (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>08/14/2009</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Shares of Beneficial Interest	6,209,587	I <sup>(1)</sup>	See Footnote <sup>(1)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4)	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
			Title				
Option to Purchase Class A Common Shares of Bnfl Inter	08/04/2009	08/04/2014	Class A Common Shares of Beneficial Interest	5,700,000	\$ 3	I <sup>(1)</sup>	See Footnote <sup>(1)</sup>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ELSZTAIN EDUARDO S HERSHA HOSPITALITY TRUST 510 WALNUT STREET, 9TH FLOOR PHILADELPHIA, PA 19106	Â X	Â X	Â	Â
Agrology Stock Corp MORENO 877, 21ST FLOOR BUENOS AIRES, C1	Â	Â X	Â	Â
TYRUS STOCK CORP COLONIA 810, OF. 403 MONTEVIDEO, X3 CP 11000	Â	Â X	Â	Â
Inversora Bolivar Stock Corp BOLIVAR 108, 1ST FLOOR BUENOS AIRES, C1	Â	Â X	Â	Â

## Signatures

/s/ Eduardo S. Elsztain	12/16/2009
**Signature of Reporting Person	Date
/s/ Alejandro G. Elsztain, Chairman of the Board for Agrology S.A.	12/16/2009
**Signature of Reporting Person	Date
/s/ Eduardo S. Elsztain, Chairman of the Board for Tyrus S.A.	12/16/2009
**Signature of Reporting Person	Date
/s/ Fernando A. Elsztain, Chairman of the Board for Inversora Bolivar S.A.	12/16/2009
**Signature of Reporting Person	Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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)

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We are adding Inversora Bolivar S.A. and Real Estate Investment Group LP as additional Reporting Persons as they did not have EDGAR codes at the time of filing. See the original Form 3 for additional members of this joint filing. Inversora Bolivar S.A. and Real Estate Investment Group LP should also be included in the two Forms 4 filed on November 25, 2009, and December 1, 2009.

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### Remarks:

FormÂ 2Â ofÂ 2.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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