

GUSTAVSON TAMARA HUGHES

Form 4

November 23, 2009

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
GUSTAVSON TAMARA HUGHES

(Last) (First) (Middle)

C/O PUBLIC STORAGE, 701
WESTERN AVENUE

(Street)

GLENDALE, CA 91201

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Public Storage [PSA]

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

11/19/2009

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price			
Depository Shares Representing Equity Stock								61	I	As custodian <u>(1)</u>
Depository Shares Representing Equity Stock								1,196,182	D	
Depository Shares Representing Equity Stock								43	D <u>(2)</u>	

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Depository Shares Representing Equity Stock						581	I	By husband as custodian (3)
Depository Shares Representing Equity Stock						581	I	By husband as custodian (4)
Depository Shares Representing Equity Stock						46	I	By IRA (5)
Depository Shares Representing Equity Stock						42	I	By husband (6)
Depository Shares Representing Equity Stock						3,232.9453	I	By 401(k) Plan (7)
Depository Shares Representing Equity Stock						2,953	I	By children (8)
Common Stock						2,500	I	As custodian (1)
Common Stock						11,348	D (2)	
Common Stock						17,890	I	By husband as custodian (3)
Common Stock						17,890	I	By husband as custodian (4)
Common Stock	11/19/2009	S	350,000	D	\$ 79.1599 (13)	16,818,792	D	
	11/20/2009	S	273,700	D		16,545,092	D	

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Common Stock					\$ 78.7645 (14)			
Common Stock	11/23/2009		S	96,800	D	\$ 79.9349 (15)	16,448,292	D
Common Stock							1,425	I by IRA (5)
Common Stock							1,300	I By husband (6)
Common Stock							248,012.7045	I By 401(k) Plan (7)
Common Stock							5,500	D (9)
Common Stock							2,000,000	I By GRAT (10)
Common Stock							2,000,000	I By GRAT (11)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price or Value of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Options (right to buy) (12)	\$ 62.8					05/07/2010	05/07/2019	Common Stock
								5,000

Stock				
Options	\$ 70.72	11/25/2009	11/25/2018	Common
(right to				Stock
buy) <u>(12)</u>				15,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GUSTAVSON TAMARA HUGHES C/O PUBLIC STORAGE 701 WESTERN AVENUE GLENDALE, CA 91201	X	X		

Signatures

/s/ David Goldberg, Attorney in Fact	11/23/2009
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__Signature of Reporting Person

Date

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) By reporting person as custodian for son.
 - (2) By Tamara Hughes Gustavson and B. Wayne Hughes, Jr. - Separate Property.
 - (3) By husband as custodian for son.
 - (4) By husband as custodian for daughter.
 - (5) By custodian of an IRA for benefit of reporting person.
 - (6) By husband.
 - (7) 401(k) plan units that represent interests in common stock; based on plan information as of November 19, 2009. There is not a one to one correlation between units and shares.
 - (8) 50% interest in H-G Family Corporation, which owns 5,906 Depositary Shares.
 - (9) By reporting person and husband.
 - (10) By Tamara Hughes Gustavson, trustee of Tamara Hughes Gustavson 3-08 Annuity Trust for benefit of son.
 - (11) By Tamara Hughes Gustavson, trustee of Tamara Hughes Gustavson 3-08 Annuity Trust for benefit of daughter.
 - (12) Stock options granted pursuant to the 2007 Equity and Performance-Based Incentive Compensation Plan: options vest in 3 equal annual installments beginning 1 year from grant date.

Represents weighted average purchase price. These shares were sold at prices ranging between \$79.00 and \$79.53. Full information regarding the number of shares purchased at each separate price will be provided by the reporting person upon request to the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer.
 - (13) Represents weighted average purchase price. These shares were sold at prices ranging between \$78.75 and \$78.93. Full information regarding the number of shares purchased at each separate price will be provided by the reporting person upon request to the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer.
 - (14) Represents weighted average purchase price. These shares were sold at prices ranging between \$79.80 and \$80.34. Full information regarding the number of shares purchased at each separate price will be provided by the reporting person upon request to the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer.
 - (15)

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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