

AMSDELL ROBERT J
Form 4/A
November 29, 2011

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 *
AMSDELL ROBERT J

2. Issuer Name and Ticker or Trading Symbol
CubeSmart [CUBE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
20445 EMERALD PARKWAY
DRIVE SW, SUITE 220

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/21/2011

____ Director
____ Officer (give title below) Other (specify below)
Member of 13d group owning 10%

CLEVELAND, OH 44135

4. If Amendment, Date Original Filed (Month/Day/Year)
03/25/2011

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

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Shares ⁽¹⁾ | 03/21/2011 | | S | 150,000 | D \$ 10.529 | 2,820,295 | I Amsdell and Amsdell ⁽²⁾ |
| Common Shares ⁽¹⁾ | 03/03/2011 | | S | 125,000 | D \$ 10.168 | 2,970,295 | I Amsdell and Amsdell ⁽²⁾ |
| Common Shares ⁽¹⁾ | 03/01/2011 | | S | 67,714 | D \$ 10.011 | 3,095,295 | I Amsdell and Amsdell ⁽²⁾ |

| | | | | | | | | |
|------------------------------|------------|---|--------|---|-----------|-----------|---|------------------------------------|
| Common Shares ⁽¹⁾ | 02/28/2011 | S | 57,286 | D | \$ 10.227 | 3,163,009 | I | Amsdell and Amsdell ⁽²⁾ |
|------------------------------|------------|---|--------|---|-----------|-----------|---|------------------------------------|

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)

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 of Derivative Security (Instr. 5) | 9. Nu... Deriv... Secur... Bene... Own... Follo... Repo... Trans... (Instr...) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|--------------------------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|----------------------------------------------------------------------------------------|--------------------------------------------------------------------|
| AMSDELL ROBERT J 20445 EMERALD PARKWAY DRIVE SW SUITE 220 CLEVELAND, OH 44135 | Director 10% Owner Officer Other Member of 13d group owning 10% |

Signatures

/s/ Robert J.
Amsdell

11/29/2011

**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)

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Form 4 filings previously made by Mr. Amsdell erroneously reported half the number of shares sold on this date and as a result did not properly reflect the number of shares beneficially owned following the reported transaction.

(2) Shares owned by Amsdell and Amsdell, an Ohio general partnership of which Mr. Amsdell is a general partner.

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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