

Armada Hoffler Properties, Inc.  
Form 8-A12B  
May 03, 2013

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

**FORM 8-A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES**  
**PURSUANT TO SECTION 12(b) OR 12(g) OF**  
**THE SECURITIES EXCHANGE ACT OF 1934**

**ARMADA HOFFLER PROPERTIES, INC.**

(Exact Name of Registrant as Specified in its Charter)

**Maryland**  
(State of Incorporation)

**46-1214914**  
(IRS Employer Identification No.)

**222 Central Park Avenue, Suite 2100**  
**Virginia Beach, Virginia**  
(Address of Principal Executive Offices)

**23462**  
(Zip Code)

Securities registered pursuant to Section 12(b) of the Act:

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<b>Title of Each Class</b>	<b>Name of Each Exchange on Which</b>
<b>to be so Registered</b> <b>Common Stock, \$0.01 par value per share</b>	<b>Each Class is to be Registered</b> <b>NYSE</b>

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

**Securities Act registration statement file number to which this form relates (if applicable):**

**File No. 333-187513**

**Securities registered pursuant to Section 12(g) of the Act:**

**None.**

**Item 1. Description of Registrant's Securities to be Registered.**

A description of the Registrant's common stock, par value \$0.01 per share, is set forth under the caption "Description of Capital Stock" in the prospectus contained in the Registration Statement on Form S-11 (Registration No. 333-187513), as initially filed with the Securities and Exchange Commission on March 26, 2013, as subsequently amended and as may be amended after the date hereof, and is incorporated by reference herein. The final prospectus, when filed pursuant to Rule 424(b) under the Securities Act of 1933, as amended, shall be deemed to be incorporated herein by reference.

**Item 2. Exhibits.**

None.

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

ARMADA HOFFLER PROPERTIES, INC.

Date: May 3, 2013

By: /s/ Louis S. Haddad  
Louis S. Haddad  
President and Chief Executive Officer