

WELLS REAL ESTATE INVESTMENT TRUST INC
 Form 5/A
 April 13, 2006

FORM 5

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

OMB APPROVAL
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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
CARTER BUD

2. Issuer Name and Ticker or Trading Symbol
WELLS REAL ESTATE INVESTMENT TRUST INC [n/a]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2002

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

100 MT SHASTA LANE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
02/13/2006

6. Individual or Joint/Group Reporting

(check applicable line)

ALPHARETTA, GA 30022

(City) (State) (Zip)

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) (A) or (D) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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	Derivative Security				or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
					(A)	(D)				
Warrants	\$ 12	03/23/2001	Â	A	1.24	Â	03/23/2001	Â <u>(1)</u>	Common Stock	1.24
Warrants	\$ 12	06/08/2001	Â	A	74.91	Â	06/08/2001	Â <u>(1)</u>	Common Stock	74.91
Warrants	\$ 12	06/12/2001	Â	A	62.92	Â	06/12/2001	Â <u>(1)</u>	Common Stock	62.92
Warrants	\$ 12	06/22/2001	Â	A	1.61	Â	06/22/2001	Â <u>(1)</u>	Common Stock	1.61
Warrants	\$ 12	06/28/2001	Â	A	0.14	Â	06/28/2001	Â <u>(1)</u>	Common Stock	0.14
Warrants	\$ 12	09/21/2001	Â	A	2.64	Â	09/21/2001	Â <u>(1)</u>	Common Stock	2.64
Warrants	\$ 12	12/04/2001	Â	A	44.94	Â	12/04/2001	Â <u>(1)</u>	Common Stock	44.94
Warrants	\$ 12	12/21/2001	Â	A	2.89	Â	12/21/2001	Â <u>(1)</u>	Common Stock	2.89
Warrants	\$ 12	03/22/2002	Â	A	3.7	Â	03/22/2002	Â <u>(1)</u>	Common Stock	3.7
Warrants	\$ 12	06/21/2002	Â	A	3.77	Â	06/21/2002	Â <u>(1)</u>	Common Stock	3.77
Warrants	\$ 12	07/02/2002	Â	A	8.99	Â	07/02/2002	Â <u>(1)</u>	Common Stock	8.99
Warrants	\$ 12	07/05/2002	Â	A	35.92	Â	07/05/2002	Â <u>(1)</u>	Common Stock	35.92
Warrants	\$ 12	08/02/2002	Â	A	22.47	Â	08/02/2002	Â <u>(1)</u>	Common Stock	22.47
Warrants	\$ 12	09/20/2002	Â	A	4.76	Â	09/20/2002	Â <u>(1)</u>	Common Stock	4.76
Warrants	\$ 12	10/24/2002	Â	A	22.47	Â	10/24/2002	Â <u>(1)</u>	Common Stock	22.47
Warrants	\$ 12	12/20/2002	Â	A	4.97	Â	12/20/2002	Â <u>(1)</u>	Common Stock	4.97
Warrants	\$ 12	12/23/2002	Â	A	0.05	Â	12/23/2002	Â <u>(1)</u>	Common Stock	0.05

