## Edgar Filing: WELLS REAL ESTATE INVESTMENT TRUST II INC - Form 4

WELLS RE Form 4 February 15	AL ESTATE I , 2006	NVESTME	ENT TRU	JST II INC	C						
FORM	ЛЛ								OMB AF	PROVAL	
	UNITE	D STATES			ND EXC , D.C. 2054		GE C	OMMISSION	OMB Number:	3235-0287	
Check th if no lon subject t Section Form 4 c	NGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Expires: Estimated a burden hour response	•				
Form 5 obligation may com <i>See</i> Instru- 1(b).	tinue. Section	7(a) of the	Public U	tility Hole		bany .	Act of	e Act of 1934, 1935 or Section 0	l		
(Print or Type	Responses)										
WELLS LEO F III Symbol WELLS				er Name <b>and</b> Ticker or Trading LS REAL ESTATE STMENT TRUST II INC [n/a]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 6200 THE	(First) CORNERS PA	(Middle)		of Earliest Tr Day/Year) 2006	ransaction			X Director Officer (give t below)		Owner r (specify	
			Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
NORCROS	SS, GA 30092							Form filed by Me Person	ore than One Rej	porting	
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative Se	ecuriti	ies Acqu	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)		Fransaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)		(A) or				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)	
Common Stock	02/14/2006			Р	82.8961	A	\$ 9.05	121,524.611	D		

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.

 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)	4. Transactio Code (Instr. 8)	5. oriNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
Reporting Owner Funct, Francos	Director	10% Owner	Officer	Other				
WELLS LEO F III 6200 THE CORNERS PARKWAY NORCROSS, GA 30092	Х							
Signatures								
Douglas P. Williams, Attorney-In-Fact	02	2/15/2006						
<u>**</u> Signature of Reporting Person		Date						
Explanation of Deenoneee								

## **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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.