PS BUSINESS PARKS INC/CA

Form 3/A

March 15, 2005

# FORM 3

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

### INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

| OMB APPROVAL |  |
| --- | --- |
| OMB Number: | 3235-0104 |
| Expires: | January 31, 2005 |
| Estimated average burden hours per response... | 0.5 |

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 * - | 2. Date of Event Requiring Statement (Month/Day/Year) | 3. Issuer Name **and** Ticker or Trading Symbol |
| --- | --- | --- |
| Â  SANCHEZ VIOLA I | 02/28/2005 | **PS BUSINESS PARKS INC/CA [PSB]** |

(Last)        (First)        (Middle)

701 WESTERN AVENUE

(Street)

GLENDALE,Â CAÂ 91201-2349

(City)        (State)        (Zip)

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director          _____ 10% Owner
__X__ Officer          _____ Other
(give title below)   (specify below)
Vice President

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

03/07/2005

6. Individual or Joint/Group Filing(Check Applicable Line)

_X_ Form filed by One Reporting Person

___ Form filed by More than One Reporting Person

### Table I - Non-Derivative Securities Beneficially Owned

| 1.Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
| --- | --- | --- | --- |
| Common Stock | 4,755 (1) | D | Â |

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

SEC 1473 (7-02)

**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 Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| --- | --- | --- | --- | --- | --- | --- | --- |
| | Date Exercisable | Expiration Date | Title | Amount or Number of | | | |

| | | | | Shares | | (I)(Instr. 5) | |
|---|---|---|---|---|---|---|---|
| Employee Stock Option (right to buy) (2) | 03/15/2005(2) | 03/15/2014 | Common Stock | 5,000 | $ 44.2 | D | Â |
| Employee Stock Option (right to buy) (3) | 01/10/2004(3) | 01/10/2013 | Common Stock | 5,000 | $ 31.66 | D | Â |
| Employee Stock Option (right to buy) (4) | 04/02/2002(4) | 04/02/2011 | Common Stock | 2,500 | $ 27 | D | Â |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| SANCHEZ VIOLA I 701 WESTERN AVENUE GLENDALE,Â CAÂ 91201-2349 | Â | Â | Â Vice President | Â |

# Signatures

| /s/ Stephanie G. Heim | 03/15/2005 |
|---|---|
| **Signature of Reporting Person | Date |

# Explanation of Responses:

\*     If the form is filed by more than one reporting person, *see* Instruction 5(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)**   Includes 4,250 restricted stock units which vest as follows: 450 on 2/19/06; 600 on 2/19/07; 300 on each of 1/10/06, 1/10/07, 1/10/08 and 1/10/09; and 400 on each of 3/15/06, 3/15/07, 3/15/08, 3/15/09 and 3/15/10.

**(2)**   Stock options granted pursuant to the 2003 Stock Option and Incentive Plan; vests in five equal annual installments beginning on 3/15/05.

**(3)**   Stock options granted pursuant to the 1997 Stock Option and Incentive Plan (1997 SOIP) ; vests in five equal annual installments, beginning on 1/10/04.

**(4)**   Stock options granted purusant to 1997 SOIP; vests in three equal annual installments beginning on 4/2/2002.

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.