MPG Office Trust, Inc.
Form 4
August 20, 2012

FORM 4

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

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
WELLS FARGO BANK N A

(Last) (First) (Middle)

101 NORTH PHILLIPS STREET

(Street)

SIOUX FALLS, SD 57194

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
MPG Office Trust, Inc. [NYSE: MPG]

3. Date of Earliest Transaction (Month/Day/Year)
08/17/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
_X_ 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)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/17/2012		S		41,100	D	$ 2.986 (1)	526,697	I (3)	See below (3)
Common Stock	08/20/2012		S	V	62,697	D	$ 2.9711 (2)	464,000	I (3)	See below (3)
Common Stock								5,594,220	D (3)	

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

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SEC 1474 (9-02)

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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 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 Owne 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			
	Director	10% Owner	Officer	Other
WELLS FARGO BANK N A 101 NORTH PHILLIPS STREET SIOUX FALLS, SD 57194		X		
WELLS FARGO & COMPANY/MN 420 MONTGOMERY STREET SAN FRANCISCO, CA 94163		X		

Signatures

/s/ Phillip H. Rhiner, Vice President, on behalf of Wells Fargo Bank, N.A.	08/20/2012
**Signature of Reporting Person	Date
/s/ Jeannine E. Zahn, Assistant Secretary, on behalf of Wells Fargo & Company	08/20/2012
**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) The price reported in Column 4 is the weighted average sales price from multiple sales on the Transaction Date, at prices ranging from $2.97 to $3.06, inclusive. Either Reporting Person will, upon the request of MPG Office Trust, Inc., any security holder of MPG Office Trust, Inc., or the staff of the Securities and Exchange Commission, provide the requesting party full information regarding the number of shares sold at each separate price within the range reported in this and any other footnote to Column 4.

(2)

The price reported in Column 4 is the weighted average sales price from multiple sales on the Transaction Date, prices ranging from $2.85 to $3.05, inclusive.

(3) The 5,594,220 shares are directly beneficially owned by Wells Fargo Bank, N.A. ("WFB"). All other reported shares are indirectly beneficially owned by WFB and are owned directly by a borrower and pledged to WFB as collateral for a loan. The reported transactions involved sales of the shares by the borrower, and payment of sale proceeds to WFB. WFB is an indirect wholly-owned subsidiary of Wells Fargo & Company ('WFC"), and WFC is therefore an indirect beneficial owner of all of the shares reported herein.

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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