

BENNETT ARCHIE JR  
 Form 4  
 March 05, 2008

**FORM 4**

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

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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BENNETT ARCHIE JR**

2. Issuer Name and Ticker or Trading Symbol  
**ASHFORD HOSPITALITY TRUST  
 INC [AHT]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 14185 DALLAS  
 PARKWAY, SUITE 1100  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 03/03/2008

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman of the Board

DALLAS, TX 75254

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	03/03/2008		P	1,100	A	\$ 6.63	1,067,897 D
Common Stock	03/03/2008		P	4,600	A	\$ 6.6299	1,072,497 D
Common Stock	03/03/2008		P	400	A	\$ 6.6294	1,072,897 D
Common Stock	03/03/2008		P	2,007	A	\$ 6.62	1,074,904 D
Common Stock	03/03/2008		P	3,100	A	\$ 6.6199	1,078,004 D

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Common Stock	03/03/2008	P	1,693	A	\$ 6.6194	1,079,697	D
Common Stock	03/03/2008	P	4,000	A	\$ 6.615	1,083,697	D
Common Stock	03/03/2008	P	5,100	A	\$ 6.61	1,088,797	D
Common Stock	03/03/2008	P	2,700	A	\$ 6.6099	1,091,497	D
Common Stock	03/03/2008	P	900	A	\$ 6.6094	1,092,397	D
Common Stock	03/03/2008	P	500	A	\$ 6.6091	1,092,897	D
Common Stock	03/03/2008	P	4,300	A	\$ 6.6	1,097,197	D
Common Stock	03/03/2008	P	4,000	A	\$ 6.59	1,101,197	D
Common Stock	03/03/2008	P	400	A	\$ 6.58	1,101,597	D
Common Stock	03/03/2008	P	600	A	\$ 6.579	1,102,197	D
Common Stock	03/03/2008	P	1,100	A	\$ 6.5788	1,103,297	D
Common Stock	03/03/2008	P	300	A	\$ 6.57	1,103,597	D

Common Stock 358,317 I By 5820 General Partner

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

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SEC 1474 (9-02)

**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)	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. Number of Derivative Securities Beneficially Owned (Instr. 5)
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(Instr. 3,  
4, and 5)

			Date	Expiration	Title	Amount or Number of Shares
Code	V	(A)	Exercisable	Date		
		(D)				

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BENNETT ARCHIE JR 14185 DALLAS PARKWAY SUITE 1100 DALLAS, TX 75254	X		Chairman of the Board	

## Signatures

/s/ ARCHIE BENNETT, JR.	03/04/2008
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**Signature of Reporting Person	Date
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## 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).

### Remarks:

Part 2 of 2 (filed in two parts due to number of transactions occurring on same date)

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.