

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2011-08-02** | Period of Report: **2011-07-31**
SEC Accession No. **0001209191-11-042007**

(HTML Version on secdatabase.com)

ISSUER

CoreSite Realty Corp

CIK: **1490892** | IRS No.: **000000000** | State of Incorporation: **MD** | Fiscal Year End: **1231**
SIC: **6798** Real estate investment trusts

Mailing Address
1050 17TH STREET
SUITE 800
DENVER CO 80265

Business Address
1050 17TH STREET
SUITE 800
DENVER CO 80265
(866) 777-2673

REPORTING OWNER

Carlyle Realty IV GP, L.L.C.

CIK: **1501299** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **3** | Act: **34** | File No.: **001-34877** | Film No.: **111004091**

Mailing Address
C/O THE CARLYLE GROUP,
SUITE 220 SOUTH
1001 PENNSYLVANIA
AVENUE, N.W.
WASHINGTON DC 20004

Business Address
C/O THE CARLYLE GROUP,
SUITE 220 SOUTH
1001 PENNSYLVANIA
AVENUE, N.W.
WASHINGTON DC 20004
(202) 729-5438

Carlyle Realty IV, L.P.

CIK: **1501302** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **3** | Act: **34** | File No.: **001-34877** | Film No.: **111004090**

Mailing Address
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(202) 729-5438

CRP IV AIV GP, L.L.C.

CIK: **1501509** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **3** | Act: **34** | File No.: **001-34877** | Film No.: **111004088**

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1001 PENNSYLVANIA
AVENUE, N.W.
WASHINGTON DC 20004
(202) 729-5438

CRP IV AIV GP, L.P.

CIK: **1501510** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **3** | Act: **34** | File No.: **001-34877** | Film No.: **111004087**

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AVENUE, N.W.
WASHINGTON DC 20004
(202) 729-5438

CRQP IV AIV, L.P.

CIK: **1501511** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **3** | Act: **34** | File No.: **001-34877** | Film No.: **111004086**

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CoreSite CRP IV Holdings, LLC

CIK: **1501695** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **3** | Act: **34** | File No.: **001-34877** | Film No.: **111004089**

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1001 PENNSYLVANIA
AVENUE, N.W.
WASHINGTON DC 20004
(202) 729-5438

CoreSite CRP IV Holdings (VCOG I), LLC

CIK: **1501696** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **3** | Act: **34** | File No.: **001-34877** | Film No.: **111004085**

Mailing Address
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0104
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INITIAL STATEMENT OF 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 <u>Carlyle Realty IV GP, L.L.C.</u> (Last) (First) (Middle) 1001 PENNSYLVANIA AVE NW, SUITE 220 SOUTH (Street) WASHINGTON, DC 20004 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/31/2011	3. Issuer Name and Ticker or Trading Symbol <u>CoreSite Realty Corp [COR]</u>		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ___ Director <input checked="" type="checkbox"/> 10% Owner ___ Officer (give title below) ___ Other (specify below)		5. If Amendment, Date Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check applicable line) ___ Form Filed by One Reporting Person <input checked="" type="checkbox"/> 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)
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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 (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
operating partnership units	(1)	(1)	Common Stock	25,275,390	(1)	I	See footnotes (2) (3) (4) (5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<u>Carlyle Realty IV GP, L.L.C.</u> 1001 PENNSYLVANIA AVE NW SUITE 220 SOUTH WASHINGTON, DC 20004		X		
<u>Carlyle Realty IV, L.P.</u> 1001 PENNSYLVANIA AVE NW		X		

SUITE 220 SOUTH WASHINGTON, DC 20004				
CoreSite CRP IV Holdings, LLC 1001 PENNSYLVANIA AVE NW SUITE 220 SOUTH WASHINGTON, DC 20004		X		
CRP IV AIV GP, L.L.C. 1001 PENNSYLVANIA AVE NW SUITE 220 SOUTH WASHINGTON, DC 20004		X		
CRP IV AIV GP, L.P. 1001 PENNSYLVANIA AVE NW SUITE 220 SOUTH WASHINGTON, DC 20004		X		
CRQP IV AIV, L.P. 1001 PENNSYLVANIA AVE NW SUITE 220 SOUTH WASHINGTON, DC 20004		X		
CoreSite CRP IV Holdings (VCOC I), LLC 1001 PENNSYLVANIA AVE NW SUITE 220 SOUTH WASHINGTON, DC 20004		X		

Explanation of Responses:

- Beginning September 29, 2011, the OP Units will be redeemable for cash or, at the option of the Company, exchangeable into shares of Common Stock on a one-for-one basis.
- CoreSite CRP III Holdings, LLC, CoreSite CRP III Holdings (VCOC), LLC, CoreSite CRP IV Holdings, LLC, CoreSite CRP IV Holdings (VCOC I), LLC, CoreSite CRP IV Holdings (VCOC II), LLC and CoreSite CRP V Holdings, LLC (together, the "Limited Partners") are the record holders of 6,222,640, 1,260,550, 4,360,826, 742,637, 1,908,756 and 10,779,980 limited partnership units of CoreSite, L.P., respectively (collectively, the "OP Units"). DBD Investors V Holdings, L.L.C. exercises investment discretion and control over the OP Units through its indirect subsidiary, TC Group Investment Holdings, L.P., which is the managing member of each of Carlyle Realty III GP, L.L.C., CRP III AIV GP, L.L.C., Carlyle Realty IV GP, L.L.C., CRP IV AIV GP, L.L.C. and Carlyle Realty V GP, L.L.C. (Continued in footnote 3)
- Carlyle Realty III GP, L.L.C. is the general partner of Carlyle Realty III, L.P. which is the managing member of CoreSite CRP III Holdings, LLC. CRP III AIV GP, L.L.C. is the general partner of CRP III AIV GP, L.P., which is the general partner of CRQP III AIV, L.P., which is the managing member of CoreSite CRP III Holdings (VCOC), LLC. Carlyle Realty IV GP, L.L.C. is the general partner of Carlyle Realty IV, L.P., which is the managing member of CoreSite CRP IV Holdings, LLC. CRP IV AIV GP, L.L.C. is the general partner of CRP IV AIV GP, L.P., which is the general partner of each of CRP IV-A AIV, L.P. and CRQP IV AIV, L.P., which are the managing members of CoreSite CRP IV Holdings (VCOC I), LLC and CoreSite CRP IV Holdings (VCOC II), LLC, respectively. Carlyle Realty V GP, L.L.C. is the general partner of Carlyle Realty V, L.P., which is the managing member if CoreSite CRP V Holdings, LLC. (Continued in footnote 4)
- DBD Investors V Holdings, L.L.C. is the managing member of DBD Investors V, L.L.C. DBD Investors V, L.L.C. is the general partner of TCG Holdings II, L.P. TCG Holdings II, L.P. is the general partner of TC Group Investment Holdings, L.P. Each of the reporting persons expressly disclaims beneficial ownership of any such securities, except to the extent of its pecuniary interest therein. DBD Investors V Holdings, L.L.C. is managed by a three person managing board, and all board action relating to the voting or disposition of the OP Units requires approval of a majority of the board. William E. Conway, Jr., Daniel A. D'Aniello and David M. Rubenstein, as the members of the DBD Investors V Holdings, L.L.C. managing board, may be deemed to share beneficial ownership of the OP Units beneficially owned by DBD Investors V Holdings, L.L.C. Such persons disclaim such beneficial ownership.
- Due to the limitations of the electronic filing system, DBD Investors V Holdings, L.L.C., TCG Holdings II, L.P., TC Group Investment Holdings, L.P., Carlyle Realty III, GP, L.L.C., Carlyle Realty III, L.P., CoreSite CRP III Holdings, LLC, Carlyle Realty V GP, L.L.C., Carlyle Realty V, L.P. and CoreSite CRP V Holdings, LLC are filing a separate Form 3. DBD Investors V, L.L.C. filed a separate Form 3 on September 28, 2010.

Remarks:

Exhibit List Exhibit 24 - Confirming Statement Exhibit 99.1 - Joint Filer Information

Signatures

/s/ R. Rainey Hoffman, attorney-in-fact

** Signature of Reporting Person

08/02/2011

Date

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

* 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.

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 Number.

POWER OF ATTORNEY

The undersigned understands that, from time to time, the Carlyle Companies (defined below) are required to prepare, execute and file certain federal and state securities laws filings.

Know all by these presents, that the undersigned hereby constitutes and appoints each of Curt Buser, Jeff Ferguson, David Pearson, Catherine Ziobro, R. Rainey Hoffman, Joanne Cosiol, Monica Harris, Jeremy Anderson, Bruno De Gusmao, Ann Siebecker, Andrea Pekala, Tom Mayrhofer, David Willich, Glen Goold, Orit Mizrachi, John Beczak, Rick Kappler, Matt LoRusso, Rob Konigsberg, Katey Bogue, James Sloan, or any of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

- (1) prepare, execute in the name of each Carlyle Company and on behalf of each Carlyle Company, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of Forms D ("Form D") required to be filed in accordance with Rule 503 ("Rule 503") promulgated with respect to Sections 4(2), 4(6) and 3(b) of the Securities Act of 1933 (the "1933 Act") and reports required by Sections 13(d) and 16(a) of the Securities Exchange Act of 1934 (the "1934 Act") or any rule or regulation of the SEC;
- (2) prepare and execute for and on behalf of each Carlyle Company, in the undersigned's capacity as a Managing Director, authorized person, officer and/or director of each Carlyle Company, federal and state securities laws filings including without limitation Forms D pursuant to Rule 503 and Schedules 13D and 13G and Forms 3, 4, and 5 in accordance with Sections 13(d) and 16(a) of the 1934 Act and the rules thereunder;
- (3) do and perform any and all acts for and on behalf of each Carlyle Company which may be necessary or desirable to complete and execute any such federal and state securities laws filings including without limitation Forms D, Schedules 13D and 13G and Forms 3, 4, and 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and the securities administrators of any state, the District of Columbia, the Commonwealth of Puerto Rico, Guam and the United States Virgin Islands or their designees and any stock exchange or similar authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted, whether the same needs to be executed, taken or done by him in his capacity as a current or former member, partner, shareholder, director or officer of any company, partnership, corporation, organization, firm, branch or other entity connected with, related to or affiliated with any of the entities constituting the Carlyle Companies or entities that directly or indirectly hold interests in the Carlyle Companies.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with federal and state securities laws, including without limitation Rule 503 of the 1933 Act or Section 13 and Section 16 of the 1934 Act.

This Power of Attorney and all authority conferred hereby shall not be terminated by operation of law, whether by the death or incapacity of the undersigned or by occurrence of any other event. Actions taken by an attorney-in-fact pursuant to this Power of Attorney shall be as valid as if any event described in the preceding sentence had not occurred, whether or not the attorney-in-fact shall have received notice of such event. Notwithstanding the foregoing, (i) in the event that an attorney-in-fact is no longer employed by The Carlyle Group Employee Co., L.L.C. or its affiliates, this Power of Attorney and all authority conferred hereby shall be immediately terminated with respect to such Attorney, and (ii) the undersigned may terminate or revoke this Power of Attorney at any time.

For purposes hereof, the "Carlyle Companies" shall consist of: (i) TWC Virginia, Inc., a Delaware corporation, TC Group, L.L.C., a Delaware limited liability company, TC Group Cayman, L.P., a Cayman Islands exempted limited partnership, TC Group Investment Holdings, L.P., a Delaware limited partnership and TC Group Cayman Investment Holdings, L.P., a Cayman Islands exempted limited partnership; (ii) their respective owners, including without limitation TCG Holdings, L.L.C., a Delaware limited liability company, TCG Holdings Cayman, L.P., a Cayman Islands exempted limited partnership, TCG Holdings II, L.P., a Delaware limited partnership, TCG Holdings Cayman II, L.P., a Cayman Islands exempted limited partnership, TCG Employee Co., L.L.C., a

Delaware limited liability company, Carlyle Offshore Partners II, Ltd., a Cayman Islands exempted company with limited liability, Carlyle Offshore Partners II Holdings, Ltd., a Cayman Islands exempted company with limited liability, DBD Investors V, L.L.C., a Delaware limited liability company, DBD Investors V Holdings, L.L.C., a Delaware limited liability company, DBD Cayman, Ltd., a Cayman Islands exempted company with limited liability and DBD Cayman Holdings, Ltd., a Cayman Islands exempted company with limited liability; and (iii) the subsidiaries and affiliates of the foregoing in clauses (i) and (ii), including without limitation investment funds sponsored directly or indirectly by one or more of the Carlyle Companies.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 11th day of February, 2011.

/s/ David M. Rubenstein

Name: David M. Rubenstein

Joint Filer Information

Date of Event
Requiring Statement: July 31, 2011

Issuer Name and Ticker
or Trading Symbol: CoreSite Realty Corp [COR]

Designated Filer: Carlyle Realty IV GP, L.L.C.

Other Joint Filers: Carlyle Realty IV, L.P.
CoreSite CRP IV Holdings, LLC
CRP IV AIV GP, L.L.C.
CRP IV AIV GP, L.P.
CRQP IV AIV, L.P.
CoreSite CRP IV Holdings (VCOC I), LLC

Addresses: The address of the principal business and principal office of each of Carlyle Realty IV GP, L.L.C., Carlyle Realty IV, L.P., CoreSite CRP IV Holdings, LLC, CRP IV AIV GP, L.L.C., CRP IV AIV GP, L.P., CRQP IV AIV, L.P. and CoreSite CRP IV Holdings (VCOC I), LLC is c/o The Carlyle Group, 1001 Pennsylvania Ave., N.W., Suite 220 South, Washington, DC 20004-2505.

Signatures:

Dated: August 2, 2011

CARLYLE REALTY IV, GP, L.L.C.

by: TC Group Investment Holdings, L.P., its Managing Member
by: TCG Holdings II, L.P., its General Partner
by: DBD Investors V, L.L.C., its General Partner
by: DBD Investors V Holdings, L.L.C., its Managing Member

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: David M. Rubenstein

Title: Managing Director

CARLYLE REALTY IV, L.P.

by: Carlyle Realty IV, GP, L.L.C., its General Partner
by: TC Group Investment Holdings, L.P., its Managing Member
by: TCG Holdings II, L.P., its General Partner
by: DBD Investors V, L.L.C., its General Partner
by: DBD Investors V Holdings, L.L.C., its Managing Member

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: David M. Rubenstein

Title: Managing Director

CORESITE CRP IV HOLDINGS, LLC

by: Carlyle Realty IV, L.P., its Managing Member
by: Carlyle Realty IV, GP, L.L.C., its General Partner
by: TC Group Investment Holdings, L.P., its Managing Member
by: TCG Holdings II, L.P., its General Partner
by: DBD Investors V, L.L.C., its General Partner
by: DBD Investors V Holdings, L.L.C., its Managing Member

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: David M. Rubenstein

Title: Managing Director

CRP IV AIV GP, L.L.C.

by: TC Group Investment Holdings, L.P., its Managing Member

by: TCG Holdings II, L.P., its General Partner

by: DBD Investors V, L.L.C., its General Partner

by: DBD Investors V Holdings, L.L.C., its Managing Member

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: David M. Rubenstein

Title: Managing Director

CRP IV AIV GP, L.P.

by: CRP IV AIV GP, L.L.C., its General Partner

by: TC Group Investment Holdings, L.P., its Managing Member

by: TCG Holdings II, L.P., its General Partner

by: DBD Investors V, L.L.C., its General Partner

by: DBD Investors V Holdings, L.L.C., its Managing Member

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: David M. Rubenstein

Title: Managing Director

CRQP IV AIV, L.P.

by: CRP IV AIV GP, L.P., its General Partner

by: CRP IV AIV GP, L.L.C., its General Partner

by: TC Group Investment Holdings, L.P., its Managing Member

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by: DBD Investors V, L.L.C., its General Partner

by: DBD Investors V Holdings, L.L.C., its Managing Member

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: David M. Rubenstein

Title: Managing Director

CoreSite CRP IV Holdings (VCOC I), LLC

by: CRQP IV AIV, L.P., its Managing Member

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by: DBD Investors V Holdings, L.L.C., its Managing Member

by: /s/ R. Rainey Hoffman, attorney-in-fact

Name: David M. Rubenstein

Title: Managing Director