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RECKSON ASSOCIATES REALTY CORP

Form 8-K

June 18, 2002

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

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Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 11, 2002

RECKSON ASSOCIATES REALTY CORP.  
and  
RECKSON OPERATING PARTNERSHIP, L.P.  
(Exact name of each Registrant as specified in its Charter)

Reckson Associates Realty Corp.-Maryland  
Reckson Operating Partnership, L.P.-Delaware  
(State of incorporation or organization)

Reckson Associates Realty Corp.-1-13762  
Reckson Operating Partnership, L.P. -1-13762  
(Commission File Number)

Reckson Associates Realty Corp.  
11-3233650  
Reckson Operating Partnership, L.P.  
11-3233647

(IRS Employer Id. Number)

225 Broadhollow Road  
Melville, New York  
(Address of principal executive offices)

11747  
(Zip Code)

(631) 694-6900  
(Registrant's telephone number, including area code)

Item 5. Other Events

On June 17, 2002, Reckson Operating Partnership L.P. (the "Operating Partnership"), a subsidiary of Reckson Associates Realty Corp. (the "Company"), issued \$50,000,000 aggregate principal amount of its 6.00% senior unsecured notes due 2007 (the "Notes") in a public offering through Wachovia

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Securities, Inc. (formerly First Union Securities, Inc.), as underwriter, pursuant to an underwriting agreement, dated June 11, 2002 and related terms agreement, dated June 11, 2002. Interest on the notes is payable semi-annually on June 15 and December 15. The Notes mature on June 15, 2007. The Notes were priced at 99.465% of par value to yield 6.126%, a spread of 180 basis points above the five-year treasury rate. The Operating Partnership will use the net proceeds of the offering to reduce borrowings under its revolving credit facility.

- Item 7. Financial Statements, Pro Forma Financial Information and Exhibits
- (c) Exhibits
- 1.1 Underwriting Agreement, dated June 11, 2002, between the Operating Partnership and First Union Securities, Inc.
- 1.2 Terms Agreement, dated June 11, 2002, between the Operating Partnership and First Union Securities, Inc.
- 4.1 Form of 6.00% Note due 2007 of the Operating Partnership.
- 4.2 Indenture, dated March 26, 1999, among the Operating Partnership, the Company and The Bank of New York, as trustee.\*
- 5 Opinion of Sidley Austin Brown & Wood LLP as to the legality of the Notes.

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\* Previously filed as an exhibit to the Registrant's registration statement on Form S-3 (File No. 333-67129).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, each registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

RECKSON ASSOCIATES REALTY CORP.

By: /s/ Michael Maturo

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Michael Maturo  
Executive Vice President and  
Chief Financial Officer

RECKSON OPERATING PARTNERSHIP, L.P.  
By: Reckson Associates Realty Corp.,  
its General Partner

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By: /s/ Michael Maturo

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Michael Maturo  
Executive Vice President  
and Chief Financial Officer

Date: June 18, 2002