\$200,000,000

FEDERAL REALTY INVESTMENT TRUST

MEDIUM-TERM NOTES

Specified Currency: U.S.\$ Applicable Exchange Rate (if any): U.S.\$1.00 = N/AIssue price (as a percentage of principal amount): 100% Selling Agent's commission (%): 0.625% Purchasing Agent's discount or commission (%): N/A Net proceeds to the Company (%): 99.375% Spread Multiplier: N/A Settlement date (original issue date): August 1, 1997 Trade Date: July 29, 1997 Redemption Commencement Date (if any): N/A Optional Repayment: at the option of the holders of the Notes, at 100% of their principal amount, together with accrued interest to

Principal amount: \$8,000,000

Interest Rate (if fixed rate): 6.82% Stated Maturity: August 1, 2027

Floating Rate Notes: N/A Interest rate basis: N/A Commercial Paper Rate Prime Rate LIBOR Treasury Rate CD Rate Federal Funds Rate Other: Index Maturity: N/A Spread: N/A Maximum Rate: N/A Minimum Rate: N/A Initial Interest Rate: N/A Interest Reset Date(s): N/A Interest Determination Date(s): N/A Calculation Date(s): N/A Interest Payment Dates: February 1, August 1 Regular Record Date(s): N/A

Redemption prices (if any): The Redemption Price shall initially be % of the principal amount of such Notes to be redeemed and shall decline N/A (but not below par) on each anniversary of the Redemption Commencement Date by N/A % of the principal amount to be redeemed until the Redemption Price is 100% of such principal amount.

If such Notes are denominated in other than U.S. dollars, the applicable Foreign Currency Supplement is attached hereto.

Additional terms: N/A

August 1, 2007.

As of the date of this Pricing Supplement, the aggregate initial public offering price (or its equivalent in other currencies) of the Debt Securities (as defined in the Prospectus) which have been sold (including the Notes to which this Pricing Supplement relates) is \$130,000,000.

"N/A" as used herein means "Not Applicable." "A/S" as used herein means "As stated in the Prospectus Supplement referred to above."

GOLDMAN, SACHS & CO.

\$200,000,000

FEDERAL REALTY INVESTMENT TRUST

MEDIUM-TERM NOTES

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Principal amount: \$8,000,000

Floating Rate Notes: N/A Interest rate basis: N/A Commercial Paper Rate Prime Rate T.TBOR Treasury Rate CD Rate Federal Funds Rate Other: Index Maturity: N/A Spread: N/A Maximum Rate: N/A Minimum Rate: N/A Initial Interest Rate: N/A Interest Reset Date(s): N/A Interest Determination Date(s): N/A holders of the Notes, at 100% of Interest Payment Dates: February 1, August 1 Regular Record Date(s): N/A

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Additional terms: N/A

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> ALEX. BROWN & SONS INCORPORATED

\$200,000,000

FEDERAL REALTY INVESTMENT TRUST

MEDIUM-TERM NOTES

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FIRST UNION CAPITAL MARKETS CORP.

\$200,000,000

FEDERAL REALTY INVESTMENT TRUST

MEDIUM-TERM NOTES

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J.P. MORGAN & CO.

\$200,000,000

FEDERAL REALTY INVESTMENT TRUST

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MERRILL LYNCH & CO.