

COUSINS PROPERTIES INC  
Form 8-K/A  
September 19, 2011

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

**FORM 8-K/A  
(Amendment No. 1)**

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

**Date of Report (Date of earliest event reported): May 3, 2011**

**Cousins Properties Incorporated**  
(Exact name of registrant as specified in its charter)

<b>Georgia</b> (State or other Jurisdiction of Incorporation)	<b>001-11312</b> (Commission File Number)	<b>58-0869052</b> (IRS Employer Identification No.)
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<b>191 Peachtree Street NE, Suite 500,</b> <b>Atlanta, Georgia</b> (Address of Principal Executive Offices)	<b>30303-1740</b> (Zip Code)
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Registrant's telephone number, including area code: **(404) 407-1000**

**Not applicable**

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On May 3, 2011, Cousins Properties Incorporated (the Company ) held its annual meeting of shareholders, and on May 5, 2011, the Company filed a Form 8-K disclosing the results of the shareholder vote for each proposal. In light of the vote regarding frequency of future advisory votes on executive compensation, on September 15, 2011, the Board of Directors amended its Corporate Governance Guidelines to include a policy that the Company will conduct future advisory votes on executive compensation annually.

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Signatures

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

Date: September 19, 2011

COUSINS PROPERTIES INCORPORATED

By: /s/ Robert M. Jackson  
Robert M. Jackson  
Senior Vice President, General Counsel  
and Corporate Secretary