

INLAND REAL ESTATE CORP  
Form 8-A12B  
October 04, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES PURSUANT TO SECTION 12(b) OR  
(g) OF THE SECURITIES EXCHANGE ACT OF 1934**

**INLAND REAL ESTATE CORPORATION**

(Exact Name of Registrant as Specified in its Charter)

**Maryland**  
(State of Incorporation  
or Organization)

**2901 Butterfield Road**  
**Oak Brook, Illinois**  
(Address of Principal Executive Offices)

**36-3953261**  
(I.R.S. Employer  
Identification No.)

**60523**  
(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

**Title of Each Class  
to be so Registered**  
8.125% Series A Cumulative Redeemable Preferred  
Stock, \$0.01 par value per share

**Name of Each Exchange on Which  
Each Class is to be Registered**  
New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.  x

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If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

Securities Act registration statement file number to which this form relates: **333-176978**

Securities to be registered pursuant to Section 12(g) of the Act: **Not Applicable**

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**Item 1. Description of Registrant's Securities to be Registered.**

The descriptions of the Registrant's 8.125% Series A Cumulative Redeemable Preferred Stock, \$0.01 par value per share, contained under the caption "Description of Capital Stock - Preferred Stock" in the Registrant's Prospectus, dated September 23, 2011, contained in the Registrant's Registration Statement on Form S-3 (File No. 333-176978), as automatically declared effective by the Securities and Exchange Commission on September 23, 2011, and under the heading "Description of the Series A Preferred Stock" in the Registrant's Prospectus Supplement, dated September 29, 2011, to the Prospectus and filed pursuant to Rule 424(b) of the Securities Act of 1933, as amended, are incorporated herein by reference.

**Item 2. Exhibits.**

The following exhibits are filed herewith or are incorporated by reference as indicated below.

<b>Exhibit Number</b>	<b>Description of Exhibit</b>
3.1	Fourth Articles of Amendment and Restatement of the Registrant (incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 10-Q for the quarterly period ended June 30, 2005, as filed by the Registrant with the Securities and Exchange Commission on August 9, 2005 (file number 001-32185))
3.2	Articles Supplementary to the Fourth Articles of Amendment and Restatement of the Registrant designating the 8.125% Series A Cumulative Redeemable Preferred Stock, \$0.01 par value per share.
3.3	Amended and Restated Bylaws of the Registrant effective April 29, 2010 (incorporated by reference to Exhibit 3.2 to the Registrant's Current Report on Form 8-K dated April 23, 2010, as filed by the Registrant with the Securities and Exchange Commission on April 30, 2010 (file number 001-32185))

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Filed herewith

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: October 4, 2011

INLAND REAL ESTATE CORPORATION

By: /s/ Mark E. Zalatoris  
Name: Mark E. Zalatoris  
Title: President and Chief Executive Officer

**EXHIBIT INDEX**

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