

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

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): August 20, 2012

PLYMOUTH OPPORTUNITY REIT, INC.

(Exact name of registrant as specified in its charter)

Commission File Number: 333-173048

Maryland

(State or other jurisdiction of
Incorporation or organization)

27-5466153

(I.R.S Employer
Identification No.)

Two Liberty Square, 10th Floor, Boston, MA 02109

(Address of principal executive offices)

(617) 340-3814

(Registrant's telephone number)

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 (see General Instruction A.2. below):

- 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))
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Item 2.01 Completion of Acquisition or Disposition of Assets

On August 17, 2012, Plymouth Opportunity REIT, Inc. (the "Company"), through its operating partnership, Plymouth Opportunity OP LP, acquired a 51.5% equity interest in Colony Hills Capital Residential II, LLC, ("CHCR II") which is a joint venture with Colony Hills Capital. CHCR II is the sole member of Wynthrope Holdings, LLC, which owns Wynthrope Forest Apartments, a 23 building, 270 unit multifamily complex located in Riverdale, a suburb of Atlanta, Georgia. The property was 93.3% occupied at the time of acquisition, with a majority of the leases ranging from one year or longer. The total purchase price the joint venture paid for the property was \$13.9 million which includes \$10.6 million of secured debt. The purchase price the Company paid for its equity interest was \$1,250,000. The Company funded the purchase price with proceeds from its initial public offering.

Item 9.01 Financial Statements and Exhibits

(a) Financial Statements of Real Estate Acquired. Since it is impracticable to provide the required financial statements the Company hereby confirms that it intend to file the required financial statements on or before November 1, 2012, by amendment to this Form 8-K.

(b) Pro Forma Financial Information. See paragraph (a) above.

(c) Exhibits

99.1 Press Release dated August 17, 2012 related to the Company's acquisition of the equity interest in Wynthrope Forest

SIGNATURES

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

PLYMOUTH OPPORTUNITY REIT, INC.

By: /s/ Jeffrey E. Witherell
Jeffrey E. Witherell,
Chief Executive Officer and
Chairman of the Board of Directors

Dated: August 20, 2012



Plymouth Opportunity REIT Announces Equity Investment in Atlanta area Apartments

Company Release

BOSTON, MA – 08/17/2012

Plymouth Opportunity REIT, Inc. (the “Company”) today announced an equity investment in Wythrope Forest Apartments located in the Atlanta suburb of Riverdale, Georgia. The property is a 270 unit apartment community comprised of 23 buildings with a mix of one, two and three-bedroom floor plans. The Company invested in the property through a joint venture with Colony Hills Capital, LLC. The investment is consistent with the Company’s strategy of co-investing with operating partners with shared financial interests. Plymouth REIT CEO, Jeff Witherell, commented: “We are extremely enthusiastic about our investment in this asset. The quality of the physical attributes, from construction to the floor plan layouts, is superior. We are fortunate to have partners like Colony Hills that understand our commitment to provide value to our shareholders, and to work with the professionals at Morgan Stanley who provided the mortgage financing on the property.”

About Plymouth Opportunity REIT, Inc.

Plymouth Opportunity REIT, Inc., based in Boston, Massachusetts, is focused on acquiring properties that present a combination of cash flow and potential value-added opportunities, and from sellers who may be experiencing financially distressed situations or who may face time-sensitive deadlines. In addition, our opportunistic investment strategy may include investments in real estate-related assets with significant possibilities for short-term capital appreciation, such as those requiring development, redevelopment or repositioning. The Company may acquire, or participate in joint ventures owning, a wide variety of commercial properties, including office, industrial, retail, hospitality, medical office, single-tenant, multifamily and other real properties. The Company is a Maryland corporation that operates in a manner intended to qualify as a real estate investment trust (“REIT”) for federal income tax purposes. To learn more about the Company please visit our website at www.plymouthreit.com.

Contact:

Investor Relations

617-340-3814

Source: Plymouth Opportunity REIT, Inc.