FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | |
|--------------------------|-----------|
| OMB Number: | 3235-0287 |
| Estimated average burden | |
| hours per response: | 0.5 |

| $\overline{}$ | Check this box if no longer subject to Section 16. Form 4 |
|---------------|---|
| 1 1 | F F II |

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| | | | | | | or Section | on 30(n) of the | Investment Co | mpany Act o | T 1940 | | | | | | |
|--|--|------------|---|---|--|----------------------------|---|---------------------------|--------------------------|---|--|---|--|--|--|---|
| Name and Address of Reporting Person* DALTON JAMES E JR | | | | | 2. Issuer Name and Ticker or Trading Symbol UNIVERSAL HEALTH REALTY INCOME TRUST [UHT] | | | | | | | onship of Reporting Policable) Director | | | 10% Own | |
| (Last) (First) (Middle) 6505 EDINBURGH DRIVE | | | | 3. Date of Earliest Transaction (Month/Day/Year) 12/01/2004 | | | | | | | Officer (give title | , | X istee | Other (spe | ecify below) | |
| (Street) NASHVILLE T (City) (Street) | 37221 ate) (Zip) | | | If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | 6. Indivic | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| | | | - | Table I - | Non-Der | ivative Se | curities Ac | quired, Di | sposed of | f, or Beneficially Ov | /ned | | | | | |
| | | | 2. Transac Date (Month/Da | //Year) Exec | ution Date, | Code (Instr. 8) 3, 4 and 5 | | · | |) (Instr. 5. Amount of Securiti Beneficially Owned F Reported Transactior (Instr. 3 and 4) | | | rship Form:) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | |
| 1. Title of Derivative Security (Instr. 3) | re Security (Instr. 2. Conversion or Exercise Price of Derivative Security | | BA. Deemed Execution Date, f any Month/Day/Year) | | tion Code | Securities A | i. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | isable and te ear) | 7. Title and Amount of Securities Under Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficiall Owned Following | ly (| f 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Expiration Date | | Title | Amount or Number of Sha | | | on(s) | | |
| Option to purchase Shares of Beneficial Interest | \$34.07 | 12/01/2004 | | A | | 1,000 | | 12/01/2005 ⁽¹⁾ | 12/01/2014 | Option to purchase Shares of Beneficial Interest | 1,000 | \$34.07 | 5,500 | | D | |

1. 250 on each of 12/1/2005, 12/1/2005, 12/1/2005, 12/1/2006 and 12/1/2008. Optionee also granted Dividend Equivalent Rights on the same terms as the Option, pursuant to which the holder will receive the accrued cash dividends upon exercise of the Dividend Equivalent Rights.

<u>Charles F. Boyle, Attorney-in-Fact</u> 12/02/2004

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

I, James E. Dalton, Jr., do hereby designate Alan B. Miller, Charles F. Boyle and Cheryl K. Ramagano to act as my lawful attorneys-in-fact to execute and have delive Such necessary forms shall consist of Form 4, Statement of Changes in Beneficial Ownership and Form 5, Annual Statement of Changes in Beneficial Ownership.

I hereby ratify and confirm all that said attorney shall lawfully do or cause to be done by virtue hereof.

/s/ James E. Dalton, Jr.

Signed and dated on this 2nd day of December 2004.

The undersigned, Alan B. Miller, Charles F. Boyle and Cheryl K. Ramagano hereby affirm that we are the persons named herein as attorneys-in-fact and that our original contents of the content of the contents of the contents

/s/ Alan B. Miller

/s/Charles F. Boyle

/s/ Cheryl K. Ramagano

Signed and dated on this 2nd day of December, 2004.

COMMONWEALTH OF PENNSYLVANIA

COUNTY OF MONTGOMERY

On this 2nd day of December, in the year 2004, before me, Celeste A. Stellabott, personally appeared James E. Dalton, Jr., Alan B. Miller, Charles F. Boyle and Chery

/s/ Celeste A. Stellabott (SEAL) Signature of Notary Public