



(b) [ ]

3. SEC USE ONLY:

4. CITIZENSHIP OR PLACE OF ORGANIZATION:

The state of organization is Delaware.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	5. SOLE VOTING POWER: 1,447,135
	6. SHARED VOTING POWER: 250
	7. SOLE DISPOSITIVE POWER: 2,418,292
	8. SHARED DISPOSITIVE POWER: 0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:  
2,418,292

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:

[ ]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):  
7.5%

12. TYPE OF REPORTING PERSON:  
HC, CO

1. NAME OF REPORTING PERSON:  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:

Morgan Stanley Investment Management Inc.  
I.R.S. #13-3040307

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

(a)

(b)

3. SEC USE ONLY:

4. CITIZENSHIP OR PLACE OF ORGANIZATION:

The state of organization is Delaware.

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH:

5. SOLE VOTING POWER:  
1,163,868

6. SHARED VOTING POWER:  
250

7. SOLE DISPOSITIVE POWER:  
1,954,275

8. SHARED DISPOSITIVE POWER:  
0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:  
1,954,275

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):  
6.1%

12. TYPE OF REPORTING PERSON:  
IA, CO

- 
- Item 1. (a) Name of Issuer:  
ACADIA REALTY TRUST  
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- (b) Address of Issuer's Principal Executive Offices:  
20 SOUNDVIEW MARKETPLACE  
PO BOX 1679  
PORT WASHINGTON, NY 11050  
-----
- Item 2. (a) Name of Person Filing:  
(1) Morgan Stanley  
(2) Morgan Stanley Investment Management Inc.  
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- (b) Address of Principal Business Office, or if None, Residence:  
(1) 1585 Broadway  
New York, NY 10036  
(2) 522 Fifth Avenue  
New York, NY 10036  
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- (c) Citizenship:  
(1) The state of organization is Delaware.  
(2) The state of organization is Delaware.  
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- (d) Title of Class of Securities:  
Common Stock  
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- (e) CUSIP Number:  
004239109  
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- Item 3. If this statement is filed pursuant to Sections 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:
- (a)  Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o).
- (b)  Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c)  Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d)  Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e)  An investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E);  
Morgan Stanley Investment Management Inc.
- (f)  An employee benefit plan or endowment fund in accordance with Section 240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with Section 240.13d-1(b)(1)(ii)(G);  
Morgan Stanley
- (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  Group, in accordance with Section 13d-1(b)(1)(ii)(J).

## Item 4. Ownership as of December 31, 2007.\*

(a) Amount beneficially owned:

See the response(s) to Item 9 on the attached cover page(s).

(b) Percent of Class:

See the response(s) to Item 11 on the attached cover page(s).

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

See the response(s) to Item 5 on the attached cover page(s).

(ii) Shared power to vote or to direct the vote:

See the response(s) to Item 6 on the attached cover page(s).

(iii) Sole power to dispose or to direct the disposition of:

See the response(s) to Item 7 on the attached cover page(s).

(iv) Shared power to dispose or to direct the disposition of:

See the response(s) to Item 8 on the attached cover page(s).

## Item 5. Ownership of Five Percent or Less of a Class.

Not Applicable

## Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

Not Applicable

## Item 7. Identification and Classification of the Subsidiary which Acquired the Security Being Reported on By the Parent Holding Company.

See Exhibit 99.2

## Item 8. Identification and Classification of Members of the Group.

Not Applicable

## Item 9. Notice of Dissolution of Group.

Not Applicable

## Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

\*In Accordance with the Securities and Exchange Commission Release No. 34-39538 (January 12, 1998) (the "Release"), this filing reflects the securities beneficially owned by certain operating units (collectively, the "MS Reporting Units") of Morgan Stanley and its subsidiaries and affiliates (collectively, "MS"). This filing does not reflect securities, if any, beneficially owned by any operating units of MS whose ownership of securities is disaggregated from that of the MS Reporting Units in accordance with the Release.

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 Signature.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2008

Signature: /s/ Dennine Bullard  
 -----

Name/Title: Dennine Bullard/Executive Director, Morgan Stanley & Co.  
 Incorporated  
 -----

MORGAN STANLEY

Date: February 14, 2008

Signature: /s/ Mary Ann Picciotto  
 -----

Name/Title: Mary Ann Picciotto/Chief Compliance Officer, Morgan Stanley  
 Investment Management Inc.  
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MORGAN STANLEY INVESTMENT MANAGEMENT INC.

EXHIBIT NO.	EXHIBITS	PAGE
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99.1	Joint Filing Agreement	7
99.2	Item 7 Information	8

\* Attention. Intentional misstatements or omissions of fact constitute federal criminal violations (see 18 U.S.C. 1001).

EXHIBIT NO. 99.1 TO SCHEDULE 13G  
JOINT FILING AGREEMENT

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February 14, 2008

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MORGAN STANLEY and MORGAN STANLEY INVESTMENT MANAGEMENT INC.,  
hereby agree that, unless differentiated, this  
Schedule 13G is filed on behalf of each of the parties.

MORGAN STANLEY

BY: /s/ Dennine Bullard

-----  
Dennine Bullard/Executive Director, Morgan Stanley & Co. Incorporated

MORGAN STANLEY INVESTMENT MANAGEMENT INC.

BY: /s/ Mary Ann Picciotto

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Mary Ann Picciotto/Chief Compliance Officer, Morgan Stanley  
Investment Management Inc.

\* Attention. Intentional misstatements or omissions of fact constitute federal  
criminal violations (see 18 U.S.C. 1001).

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EXHIBIT NO. 99.2  
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## ITEM 7 INFORMATION

The securities being reported upon by Morgan Stanley as a parent holding company are owned, or may be deemed to be beneficially owned, by Morgan Stanley Investment Management Inc., an investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E) as amended. Morgan Stanley Investment Management Inc. is a wholly-owned subsidiary of Morgan Stanley.