AVALONBAY COMMUNITIES INC Form SC 13G/A February 20, 2014

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 2)*

AvalonBay Communities, Inc. (Name of Issuer)

Common Stock, par value \$0.01 per share (Title of class of securities)

053484101 (CUSIP number)

December 31, 2013

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

o Rule 13d-1(b) x Rule 13d-1(c) o Rule 13d-1(d)

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

^{*}The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

CUSIP No.	I.R.S. IDE ABOVE P	ENTIFICATION PERSON:	NO. OF 13	-3216325	Page 2 HERS HOLDINGS INC.		
2	СНЕСК Т	THE APPROPR	IATE BOX IF A	MEMBER OF	A GROUP:	(a) o (b) o	
3 4	SEC USE CITIZENS ORGANIZ	SHIP OR PLAC	E OF De	laware			
NUMBE SHAR		5 SOLE VOT	ING POWER:		01		
BENEFICI OWNED	ALLY 6	6 SHARED V	OTING POWE	R:	0		
EACI REPORT	Н 7	7 SOLE DISP	OSITIVE POW	ER:	01		
PERSON		8 SHARED D	ISPOSITIVE PO	OWFR:	0		
1 2115 01 (BENEFICIALL`		•		
	EACH REPORTING PERSON:						
	CHECK BO CERTAIN S		GREGATE AMO	OUNT IN ROW	(9) EXCLUDES		O
11	PERCENT (OF CLASS REF	PRESENTED B	Y AMOUNT IN	N ROW (9):	0%	
	TYPE OF R PERSON:	REPORTING	СО				

¹ Ownership as of February 20, 2014. As of December 31, 2013, the aggregate amount of common shares of AvalonBay Communities, Inc. (the "Common Shares") beneficially owned by each reporting person was 4,433,705 Common Shares (representing 3.43% of the outstanding Common Shares), based on 129,413,103 Common Shares outstanding as of October 31, 2013, as reported on Form 10-Q filed by AvalonBay Communities, Inc. on November 5, 2013.

CUSIP No.	NAME OF REPORTING PERSONS: ACQ SPV I HOLDINGS LLC I.R.S. IDENTIFICATION NO. OF 45-4288455 ABOVE PERSON:	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a) o (b) o
3 4	SEC USE ONLY CITIZENSHIP OR PLACE OF Delaware ORGANIZATION:	(8) 0
NUMBE SHAR		
BENEFICI OWNEI	IALLY 6 SHARED VOTING POWER: 0	
EAC: REPORT	H 7 SOLE DISPOSITIVE POWER: 0	
	WITH 8 SHARED DISPOSITIVE POWER: 0 AGGREGATE AMOUNT BENEFICIALLY OWNED BY 0 EACH REPORTING PERSON:	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:	o
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):	0%
12	TYPE OF REPORTING OO PERSON:	

CUSIP No.	NAME OF I	053484101 REPORTING PERSONS: TIFICATION NO. OF RSON:			Page 4	
2	CHECK TH	E APPROPRIATE BOX	IF A MEMBER O	F A GROU	JP:	(a) o (b) o
3 4	SEC USE O CITIZENSH ORGANIZA	HIP OR PLACE OF	Delaware			(6) 0
NUMBEI SHARI		SOLE VOTING POWE	R:	0		
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EACI REPORT	H 7	SOLE DISPOSITIVE PO	OWER:	0		
	AGGREGATI	SHARED DISPOSITIVE E AMOUNT BENEFICIA RTING PERSON:		0 Y 0		
	CHECK BOX CERTAIN SH	IF THE AGGREGATE A	AMOUNT IN ROV	W (9) EXC	LUDES	0
11	PERCENT OF	F CLASS REPRESENTE	D BY AMOUNT I	N ROW (9)):	0%
	TYPE OF REP PERSON:	PORTING CO				

CUSIP No.	053484101 13G Page 5 NAME OF REPORTING PERSONS: LEHMAN COMMERCIAL PAPER INC. I.R.S. IDENTIFICATION NO. OF 13-2501865 ABOVE PERSON:		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a) o (b) o	
3 4	SEC USE ONLY CITIZENSHIP OR PLACE OF New York ORGANIZATION:	(8) 8	
NUMBEI SHARI			
BENEFICI OWNED	IALLY 6 SHARED VOTING POWER: 0		
EACI REPORT	H 7 SOLE DISPOSITIVE POWER: 0		
PERSON '			
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:		0
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):	0%	
	TYPE OF REPORTING CO PERSON:		

CUSIP No.	(053484101	13G	Page 6	
1		REPORTING PERSONS:	-	RLLC	
		NTIFICATION NO. OF	80-0775151		
2	ABOVE PE		E A MEMBER OF A	CDOLID:	
2	CHECK II	HE APPROPRIATE BOX I	IF A MEMBER OF A	GROUP:	(a) o
					(a) 0 (b) o
3	SEC USE O	ONLY			(0) 0
4		HIP OR PLACE OF	Delaware		
	ORGANIZ	ATION:			
NUMBE	R OF 5	SOLE VOTING POWER	R: 0		
SHAR					
BENEFICI	_	SHARED VOTING POV	WER: 0		
OWNED			OMED 0		
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	-	SHAKED DISPOSITIVI E AMOUNT BENEFICIA		n	
		ORTING PERSON:	LLIOWNLDDI	o .	
	Li icii itli c	ATTING I LINGOIN.			
10	СНЕСК ВОХ	X IF THE AGGREGATE A	MOUNT IN ROW (9) EXCLUDES	0
	CERTAIN SI	HARES:	`	,	
11	PERCENT O	F CLASS REPRESENTEI	D BY AMOUNT IN F	ROW (9):	0%
	TYPE OF RE	EPORTING OO			
	PERSON:				

CUSIP No. 053484101 13G Page 7

1 NAME OF REPORTING PERSONS: I.R.S. IDENTIFICATION NO. OF

ABOVE PERSON: