DEUTSCHE BANK AG\ Form SC 13G/A February 11, 2011

# LINITED STATES

| SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549                                 |
|---|
| SCHEDULE 13G  |
| Under the Securities Exchange Act of 1934   |
| (Amendment No. 1)   |
| Cogdell Spencer Inc.  |
| NAME OF ISSUER:   |
| Common Stock (Par Value \$.01)  |
| TITLE OF CLASS OF SECURITIES  |
| 19238U107   |
| CUSIP NUMBER  |
| December 31, 2010   |
| (Date of Event Which Requires Filing of this Statement)                                   |
| Check the appropriate box to designate the rule pursuant to which this Schedule is filed: |
| [x] Rule 13d-1(b)   |
| [] Rule 13d-1(c)  |
|   |

[] Rule 13d-1(d)

| 1.  | NAME OF REPO   | RTING PERSONS                      |
|---|--|------------------------------------|
| Deutsche  | Bank AG*   |                                    |
| 2.  | CHECK THE APPROPRIATE BO   | OX IF A MEMBER OF A GROUP          |
|   | (A)<br>(B)   | []                                 |
| 3.  | SEC US   | E ONLY                             |
| 4.  | CITIZENSHIP OR PLAC  | CE OF ORGANIZATION                 |
| Germany   | ,  |                                    |
| NUMBE<br>SHARES<br>BENEFIG<br>OWNED<br>EACH<br>REPORT<br>PERSON<br>9. | S 5,147,960 CIALLY 6. SHARED VOTING POWER O BY 7. SOLE DISPOSITIVE POWER CING 6,957,320 WITH 8. SHARED DISPOSITIVE POWE  AGGREGATE AMOUNT BENEFICIALLY |                                    |
| 10.   | CHECK BOX IF THE AGGREGATE AMOUN   | T IN ROW 9 EXCLUDES CERTAIN SHARES |
| []<br>11.<br>13.72%   | PERCENT OF CLASS REPRESI   | ENTED BY AMOUNT IN ROW 9           |
| 12.   | TYPE OF REPO   | ORTING PERSON                      |
| FI  |  |                                    |

<sup>\*</sup> In accordance with Securities Exchange Act Release No. 39538 (January 12, 1998), this amended filing reflects the securities beneficially owned by the Private Clients and Asset Management business group ("PCAM") of Deutsche Bank AG and its subsidiaries and affiliates (collectively, "DBAG"). This filing does not reflect securities, if any, beneficially owned by any other business group of DBAG. Consistent with Rule 13d-4 under the Securities Exchange Act of 1934 ("Act"), this filing shall not be construed as an admission that PCAM is, for purposes of Section 13(d) under the Act, the beneficial owner of any securities covered by the filing.

1. NAME OF REPORTING PERSONS Deutsche Investment Management Americas 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (A) [] (B) [] SEC USE ONLY 3. CITIZENSHIP OR PLACE OF ORGANIZATION 4. Delaware **SOLE VOTING POWER** NUMBER OF 53,100 **SHARES** BENEFICIALLY 6. SHARED VOTING POWER OWNED BY 7. SOLE DISPOSITIVE POWER **EACH** 53,100 **REPORTING** SHARED DISPOSITIVE POWER PERSON WITH 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 53,100 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES 10. [] 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.11% 12. TYPE OF REPORTING PERSON IA, CO

| 1.   | NAME OF REPORTING PERSONS                        |                                     |                       |  |
|--|--|-------------------------------------|-----------------------|--|
| Oppenheim Asset Management Services S.à. r.l |  |                                     |                       |  |
| 2.   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP |                                     |                       |  |
|  |  | (A)<br>(B)                          | []                    |  |
| 3.   |  | SEC USE ONLY                        |                       |  |
| 4.   | CITIZENSHIP OR PLACE OF ORGANIZATION             |                                     |                       |  |
| Luxembourg                                   |  |                                     |                       |  |
| NUMBER OF                                    | 5.<br>24,134                                     | SOLE VOTING POWER                   |                       |  |
| SHARES<br>BENEFICIALLY                       | ,6.  | SHARED VOTING POWER                 |                       |  |
| OWNED BY<br>EACH                             | 7.<br>24,134                                     | SOLE DISPOSITIVE POWER              |                       |  |
| REPORTING<br>PERSON WITH                     |  | SHARED DISPOSITIVE POWER            |                       |  |
| 9. AG  | GREGA  | TE AMOUNT BENEFICIALLY OWNED BY EA  | CH REPORTING PERSON   |  |
| 24,134                                       |  |                                     |                       |  |
| 10. CHEC                                     | CK BOX   | IF THE AGGREGATE AMOUNT IN ROW 9 EX | CLUDES CERTAIN SHARES |  |
| []   |  |                                     |                       |  |
| 11.  |  | PERCENT OF CLASS REPRESENTED BY AMO | OUNT IN ROW 9         |  |
| 0.05%  |  |                                     |                       |  |
| 12.  |  | TYPE OF REPORTING PERSON            | N                     |  |
| IA, CO                                       |  |                                     |                       |  |
|  |  |                                     |                       |  |

#### 1. NAME OF REPORTING PERSONS RREEF America, L.L.C. 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (A) [] (B) [] SEC USE ONLY 3. CITIZENSHIP OR PLACE OF ORGANIZATION 4. Delaware **SOLE VOTING POWER** NUMBER OF 5,070,726 **SHARES** SHARED VOTING POWER **BENEFICIALLY** OWNED BY 7. SOLE DISPOSITIVE POWER **EACH** 6,880,086 REPORTING PERSON WITH $\frac{6}{0}$ SHARED DISPOSITIVE POWER 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 6,880,086 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES 10. [] 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 13.57% 12. TYPE OF REPORTING PERSON IA, CO

|                        | Name of Issuer:                                  |   |  |
|------------------------|--|---|--|
|                        |  | Cogdell Spencer Inc. (the "Issuer")   |  |
|                        | Address of Issuer's Principal Executive Offices: |   |  |
| NC 28209               | 9-4670   | 4401 Barclay Downs Drive, Suite 300   |  |
|                        | Name of Person Filing:                           |   |  |
| ,                      | This statement is                                | filed on behalf of Deutsche Bank AG ("Reporting Person").   |  |
|                        | Ado  | dress of Principal Business Office or, if none, Residence:  |  |
|                        |  | Theodor-Heuss-Allee 70<br>60468 Frankfurt am Main<br>Federal Republic of Germany  |  |
| Citizenship:           |  |   |  |
|                        | The citizensh                                    | ip of the Reporting Person is set forth on the cover page.  |  |
|                        | Title of Class of Securities:                    |   |  |
| Т                      | The title of the sec                             | curities is common stock, \$.01 par value ("Common Stock").   |  |
| em 2(e). CUSIP Number: |  |   |  |
|                        | The CUSIP nur                                    | mber of the Common Stock is set forth on the cover page.  |  |
| this statem            | ent is filed pursu                               | nant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:   |  |
| (a)                    | []   | Broker or dealer registered under section 15 of the Act;  |  |
| (b)                    | I  | Bank as defined in section 3(a)(6) of the Act;  |  |
| (c)                    | []   | Insurance Company as defined in section 3(a)(19) of the Act;  |  |
| []                     | Investment Cor                                   | mpany registered under section 8 of the Investment Company Act of 1940;   |  |
| (e)                    | [X]  | An investment adviser in accordance with Rule 13d-1(b) (1)(ii)(E);  |  |
|                        | this statem (a) (b) (c) []                       | This statement is Add.  The citizensh  The title of the sector of the CUSIP numbers of the statement is filed pursuable (a) []  (b) []  (c) []  [] Investment Corrections |  |

Deutsche Investment Management Americas

Oppenheim Asset Management Services S.à. r.l

Item 5.

| RREEF A  | merica, I | L.L.C.  |  |  |
|--|-----------|---|--|--|
| (f)  | []        | An employee benefit plan, or endowment fund in accordance with Rule 13d-1 (b)(1)(ii)(F);  |  |  |
| (g)  | []        | parent holding company or control person in accordance with Rule 13d-1 (b)(1)(ii)(G);     |  |  |
| (h)  | []        | [] A savings association as defined in section 3(b) of the Federal Deposit Insurance Act; |  |  |
|  | _         | n that is excluded from<br>company Act of 1940;   | the definition of an investment company under section 3(c)(14) of the        |  |
| (j)  | [X]       | A non-U.S. institution  | in accordance with Group, in accordance with Rule 13d-1 (b)(1)(ii)(J).       |  |
|  | (k)       | []  | Group, in accordance with Rule 13d-1 (b)(1)(ii)(J).                          |  |
| Item 4.  |           |   | Ownership.   |  |
|  |           | (a)   | Amount beneficially owned:   |  |
| The Reporting Person owns the amount of the Common Stock as set forth on the cover page. |           |   |  |  |
|  |           | (b)   | Percent of class:  |  |
| 5  | The Repo  | orting Person owns the  | percentage of the Common Stock as set forth on the cover page.               |  |
|  |           | (a)   | Number of shares as to which such person has:                                |  |
|  |           | (i)   | sole power to vote or to direct the vote:                                    |  |
| The Repor  | ting Pers | on has the sole power   | to vote or direct the vote of the Common Stock as set forth on the cover     |  |
|  |           | (ii)  | shared power to vote or to direct the vote:                                  |  |
| The Repor  | ting Pers | on has the shared pow   | er to vote or direct the vote of the Common Stock as set forth on the cover  |  |
|  |           | (iii)   | sole power to dispose or to direct the disposition of:                       |  |
| The Repor  | •         | on has the sole power   | to dispose or direct the disposition of the Common Stock as set forth on the |  |
|  |           | (iv)  | shared power to dispose or to direct the disposition of:                     |  |
| The Report the cover p   | -         | on has the shared pow   | er to dispose or direct the disposition of the Common Stock as set forth on  |  |

Ownership of Five Percent or Less of a Class.

| * T . |     |      |     |
|-------|-----|------|-----|
| Not   | ann | l1ca | ble |

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

Not applicable.

Item Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the 7. Parent Holding Company.

Subsidiary Item 3 Classification

Deutsche Investment Management Americas Investment Advisor

Oppenheim Asset Management Services S.à. r.l Investment Advisor

RREEF America, L.L.C. Investment Advisor

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 foreign regulatory scheme applicable to a bank organized under the laws of the Federal Republic of Germany is substantially comparable to the regulatory scheme applicable to the functionally equivalent U.S. institution. I also undertake to furnish to the Commission staff, upon request, information that would otherwise be disclosed in a Schedule 13D.

#### **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.

Dated: February 11, 2011

Deutsche Bank AG

By: /s/ Gregory M. Kaled
Name: Gregory M. Kaled
Title: Assistant Vice President

By: /s/ Cesar A. Coy
Name: Cesar A. Coy
Title: Assistant Vice President

#### **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.

Dated: February 11, 2011

Deutsche Investment Management Americas

By: /s/ Jeffrey A. Ruiz
Name: Jeffrey A. Ruiz
Title: Director

#### **SIGNATURE**

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

Dated: February 11, 2011

Oppenheim Asset Management Services S.à. r.1

By: /s/ Max Von Frantzius Name: Max Von Frantzius

Title:

#### **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.

Dated: February 11, 2011

RREEF America, L.L.C.

By: /s/ Amy Persohn
Name: Amy Persohn
Title: Director