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

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**POST-EFFECTIVE AMENDMENT NO. 8 TO  
FORM S-11  
REGISTRATION STATEMENT**

Under  
THE SECURITIES ACT OF 1933

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**Phillips Edison – ARC Shopping Center REIT, Inc.**

(Exact name of registrant as specified in its charter)

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11501 Northlake Drive  
Cincinnati, Ohio 45249  
(513) 554-1110

(Address, including zip code, and telephone number, including area code, of the registrant's principal executive offices)

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Jeffrey S. Edison  
Chief Executive Officer  
11501 Northlake Drive  
Cincinnati, Ohio 45249  
(513) 554-1110

(Name, address, including zip code, and telephone number, including area code, of agent for service)

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**Copies to:**

**Robert H. Bergdolt, Esq.**  
DLA Piper LLP (US)  
4141 Parklake Avenue, Suite 300  
Raleigh, North Carolina 27612-2350  
(919) 786-2000

**Peter M. Fass, Esq.**  
**James P. Gerkis, Esq.**  
Proskauer Rose LLP  
Eleven Times Square  
New York, New York 10036-8299  
(212) 969-3000

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**Approximate date of commencement of proposed sale to public:** This post-effective amendment is being filed pursuant to Rule 462(d) under the Securities Act and will be effective upon filing.

If any of the securities on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act, check the following box.

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration number of the earlier effective registration statement for the same offering.

If this form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration number of the earlier effective registration statement for the same offering.  Registration No. 333-164313

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box.

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act (Check One):

Large accelerated filer	<input type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller Reporting Company	<input checked="" type="checkbox"/>

(Do not check if smaller reporting company)

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**Explanatory Note**

This Post-Effective Amendment No. 8 to the Registration Statement on Form S-11 (No. 333-153135) is filed pursuant to Rule 462(d) solely to add certain exhibits not previously filed with respect to such Registration Statement.

**Item 36. Financial Statements and Exhibits**

(b) *Exhibits.* The following exhibit is filed as part of this registration statement:

<u>Ex.</u>	<u>Description</u>
23.6	Consent of Deloitte & Touche LLP

## SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-11 and has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in Cincinnati, State of Ohio, on March 28, 2012.

### Phillips Edison – ARC Shopping Center REIT Inc.

By: /s/ John B. Bessey

John B. Bessey  
President

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated:

<u>Name</u>	<u>Title</u>	<u>Date</u>
<u>*</u> Michael C. Phillips	Co-Chairman of the Board	March 28, 2012
<u>*</u> Jeffrey S. Edison	Co-Chairman of the Board and Chief Executive Officer (Principal Executive Officer)	March 28, 2012
<u>/s/ John B. Bessey</u> John B. Bessey	President	March 28, 2012
<u>*</u> Richard J. Smith	Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)	March 28, 2012
<u>*</u> R. Mark Addy	Chief Operating Officer	March 28, 2012
<u>*</u> William M. Kahane	Director	March 28, 2012
<u>*</u> Leslie T. Chao	Director	March 28, 2012
<u>*</u> Ethan Hershman	Director	March 28, 2012
<u>*</u> Ronald K. Kirk	Director	March 28, 2012

Name

Title

Date

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Paul Massey

Director

March 28, 2012

\*By:

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/s/ John B. Bessey

John B. Bessey  
Attorney-in-fact

March 28, 2012

**CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

We consent to the use in this Post-Effective Amendment No. 8 to Registration Statement No. 333-164313 on Form S-11 of our report dated March 23, 2012, relating to the consolidated financial statements and financial statement schedule of Phillips Edison – ARC Shopping Center REIT Inc. appearing in the Prospectus, which is part of this Registration Statement, and to the reference to us under the heading “Experts” in such Prospectus.

/s/ Deloitte & Touche LLP

Cincinnati, Ohio

March 28, 2012