**PROLOGIS** Form 4 October 02, 2007

## FORM 4

## **OMB APPROVAL**

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

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005 Estimated average

0.5

Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

burden hours per response...

1(b).

Interest,

par value \$0.01

(Print or Type Responses)

1. Name and Address of Reporting Person * TEIXEIRA J ANDRE			2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer				
			PROLO	OGIS [PL	D]	(Check a	all applicable)	)		
(Last)	(First)	(Middle)	3. Date o	f Earliest T	ransaction					
			(Month/I	Day/Year)		_X_ Director				
4545 AIRPORT WAY			09/30/2	007		Officer (give titl below)	Other (specify below)			
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
			Filed(Mo	nth/Day/Yea	r)	Applicable Line) _X_ Form filed by One	e Reporting Per	cson		
DENVER,	CO 80239					Form filed by Mor Person	e than One Rep	oorting		
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative Securities Acq	uired, Disposed of, o	r Beneficiall	y Owne		
1.Title of	2. Transaction Da	te 2A. Dee	med	3.	4. Securities Acquired (A	A) 5. Amount of	6.	7. Natu		
Security	(Month/Day/Year	) Execution	on Date, if	Transacti	or Disposed of (D)	Securities	Ownership	Indirec		

(,)	(=)	Tab	Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1.Title of	2. Transaction Date	2A. Deemed	3. 4. Securities Acquired (A)				5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	Transaction Disposed of (D)				Securities	Ownership	Indirect	
(Instr. 3)		any	Code (Instr. 3, 4 and 5)				Beneficially	Form:	Beneficial	
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership	
							Following	or Indirect	(Instr. 4)	
					(4)		Reported	(I)		
					(A)		Transaction(s)	(Instr. 4)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
~			Code v	Amount	(D)	Price				
Common										
Shares of										
Beneficial						\$	(1)	_		
Interest	09/30/2007		A	234.192	A	66 185	12,977 <u>(1)</u>	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

66.185

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr.	3 and 4)		Owne
	Security				Acquired			•			Follo
	,				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						,
					4, and 5)						
					., and 3)						
									Amount		
						Data	Evaluation		or		
						Date	Expiration	Title	Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
r g	Director	10% Owner	Officer	Other				
TEIXEIRA J ANDRE 4545 AIRPORT WAY	X							
DENVER, CO 80239								

## **Signatures**

/s/ Kate M. Meade, Attorney-in-Fact on behalf of J. Andre Teixeira

10/02/2007

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* 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).
- (1) Purchased by ProLogis through the ProLogis Dividend Reinvestment and Share Purchase Plan on behalf of Mr. Teixeira for payment of Trustee Fees. Includes shares acquired through the ProLogis Dividend Reinvestment and Share Purchase Plan

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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