

Sullivan Charles
Form 3/A
July 31, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â Sullivan Charles
(Last) (First) (Middle)

4545 AIRPORT WAY

(Street)

DENVER,Â COÂ 80239

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
07/29/2009

3. Issuer Name **and** Ticker or Trading Symbol
PROLOGIS [PLD]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
Head of Global Operations

5. If Amendment, Date Original
Filed(Month/Day/Year)

02/03/2009

6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Shares of Beneficial Interest, par
value \$0.01 ⁽¹⁾

9,855.131

D Â

Common Shares of Beneficial Interest, par
value \$.01 ⁽²⁾

73.643

D Â

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

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security

4. Conversion
or Exercise

5. Ownership
Form of

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sullivan Charles 4545 AIRPORT WAY DENVER, CO 80239	Â	Â	Â Head of Global Operations	Â

Signatures

/s/ Kristi Oberson attorney-in-fact for Charles Sullivan 07/31/2009

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- C. Sullivan form 3A revised for Amount of Securities Beneficially Owned of ProLogis common shares of beneficial interest. Amount
- (1) reported includes direct ownership of 7,746 shares in an individual account, 200 shares in an IRA, 171.057 owned in a 401k, and 1737.172 in the ProLogis employee stock purchase plan.
 - (2) C. Sullivan form 3A revised for Amount of Securities Beneficially Owned of ProLogis common shares of beneficial interest. Newly reporting 73.643 shares held in a Roth IRA in the name of Elizabeth Sullivan Roth IRA, C. Sullivan Trustee.

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.