

2006 LIMITED PARTNERSHIP ANNUAL REPORT

DOCUMENT# B94000000433

FILED
Apr 26, 2006
Secretary of State

Entity Name: PROLOGIS LIMITED PARTNERSHIP III

Current Principal Place of Business:

14100 E. 35TH PLACE
AURORA, CO 80011

New Principal Place of Business:

4545 AIRPORT WAY
DENVER, CO 80239

Current Mailing Address:

14100 E 35TH PLACE
ATTN; TAX DEPARTMENT
AURORA, CO 80011

New Mailing Address:

4545 AIRPORT WAY
ATTN; TAX DEPARTMENT
DENVER, CO 80239

FEI Number: 74-2723979

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET, SUITE 105
TALLAHASSEE, FL 32301 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____

Electronic Signature of Registered Agent

_____ Date

GENERAL PARTNER INFORMATION:

Document #: D94000000009
Name: PROLOGIS TRUST
Address: 14100 E. 35TH PLACE
City-St-Zip: AURORA, CO 80011

ADDRESS CHANGES ONLY:

Address: 4545 AIRPORT WAY
City-St-Zip: DENVER, CO 80239

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes.

SIGNATURE: EDWARD S. NEKRITZ

SEC

04/26/2006

Electronic Signature of Signing General Partner

Date