

2007 FOR PROFIT CORPORATION AMENDED ANNUAL REPORT

**FILED
Jul 31, 2007
Secretary of State**

DOCUMENT# F94000005566

Entity Name: PROLOGIS DEVELOPMENT SERVICES INCORPORATED

Current Principal Place of Business:

4545 AIRPORT WAY
DENVER, CO 80239 US

New Principal Place of Business:

Current Mailing Address:

4545 AIRPORT WAY
ATTN: TAX DEPARTMENT
DENVER, CO 80239 US

New Mailing Address:

FEI Number: 74-2719062 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

OFFICERS AND DIRECTORS:

Title: CP () Delete
Name: BROOKSHER, K DANE
Address: 4545 AIRPORT WAY
City-St-Zip: DENVER, CO 80239

Title: VP () Delete
Name: MCCLUSKEY, EUGENE M
Address: 4545 AIRPORT WAY
City-St-Zip: DENVER, CO 80239

Title: SVPS () Delete
Name: NEKRITZ, EDWARD S
Address: 4545 AIRPORT WAY
City-St-Zip: DENVER, CO 80239

Title: PCIO () Delete
Name: LYONS, IRVING F III
Address: 47775 FREMONT BOULEVARD
City-St-Zip: FREMONT, CA 94538

Title: MD () Delete
Name: RIZZO, JOHN R
Address: 4545 AIRPORT WAY
City-St-Zip: DENVER, CO 80239

Title: MD () Delete
Name: SEIPLE, JOHN W JR
Address: 4545 AIRPORT WAY
City-St-Zip: DENVER, CO 80239

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: CEO (X) Change () Addition
Name: SWARTZ, JEFFREY H
Address: 4545 AIRPORT WAY
City-St-Zip: DENVER, CO 80239

Title: SVP (X) Change () Addition
Name: MCCLUSKEY, EUGENE M
Address: 4545 AIRPORT WAY
City-St-Zip: DENVER, CO 80239

Title: SEC (X) Change () Addition
Name: NEKRITZ, EDWARD S
Address: 4545 AIRPORT WAY
City-St-Zip: DENVER, CO 80239

Title: PRES (X) Change () Addition
Name: RAKOWICH, WALTER C
Address: 4545 AIRPORT WAY
City-St-Zip: DENVER, CO 80239

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: CFO (X) Change () Addition
Name: SULLIVAN, WILLIAM
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 exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: EUGENE MCCLUSKEY

SVP

07/31/2007

Electronic Signature of Signing Officer or Director

Date