

**2007 FOR-PROFIT CORPORATION  
AMENDED ANNUAL REPORT**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



08082007 Chg-P CR2E034 (12/06)

4. FEI Number **74-2820977** Applied For  Not Applicable

5. Certificate of Status Desired  **\$8.75** Additional Fee Required

DOCUMENT # F97000004638  
1. Entity Name  
**PROLOGIS MANAGEMENT INCORPORATED**



Principal Place of Business Mailing Address  
**4545 AIRPORT WAY DENVER, CO 80239 US** **4545 AIRPORT WAY TAX DEPARTMENT DENVER, CO 80239 US**

2. Principal Place of Business - No P.O. Box # 3. Mailing Address

Suite, Apt. #, etc. Suite, Apt. #, etc.

City & State City & State

Zip Country Zip Country

6. Name and Address of Current Registered Agent  
**CORPORATION SERVICE COMPANY  
1201 HAYS STREET  
TALLAHASSEE, FL 32301-2525**

7. Name and Address of Now Registered Agent  
Name  
Street Address (P.O. Box Number is Not Acceptable)  
City **FL** Zip Code

8. 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. I am familiar with, and accept the obligations of registered agent.

SIGNATURE \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

**Amended AR is \$61.25** 9. Election Campaign Financing Trust Fund Contribution.  **\$5.00** May Be Added to Fees

10. OFFICERS AND DIRECTORS		11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CEO SWARTZ, JEFFREY H 4545 AIRPORT WAY DENVER, CO 80239 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition <b>SEE ATTACHED FOR FULL LIST</b>
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PRES RAKOWICH, WALTER C 4545 AIRPORT WAY DENVER, CO 80239 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition <b>500108750085 08/29/07--01011--020 **\$1.25</b>
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CFO SULLIVAN, WILLIAM 4545 AIRPORT WAY DENVER, CO 80239 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	SEC NEKRITZ, EDWARD S 4545 AIRPORT WAY DENVER, CO 80239 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	MD CONGLETON, PAUL C 4545 AIRPORT WAY DENVER, CO 80239 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	COO WATSON, ROBERT J 4545 AIRPORT WAY DENVER, CO 80239 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained 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 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 in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: *Eugene M. Keller* **8/9/07** **352-271-5000**  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

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03/17/97

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TALLAHASSEE, FLORIDA

**Director**

Jeffrey H. Schwartz

**Officers:**

Jeffrey H. Schwartz	Chief Executive Officer	01/01/05 (MD-03/17/97)
Walter C. Rakowich	President and Chief Operating Officer	01/01/05 (SVP-03/17/97)
Ted R. Antenucci	President – Global Development	09/15/05
William Sullivan	Chief Financial Officer	04/01/07
Edward Steven Nekritz	Managing Director, General Counsel and Secretary	12/18/02 (SVP & Sec 03/25/99) (VP-03/17/97)
Robert J. Watson	ProLogis European Properties Chief Executive Officer	09/27/06 (MD-03/17/97)
Gary E. Anderson	Europe President and Chief Operating Officer	09/27/06 (FVP-12/15/00) (VP-03/17/97)
Ming Mei	China President	12/21/06 (MD-12/20/05) (FVP-03/05/03)
Masato Miki	Japan Co-President	03/15/06 (FVP-03/05/03)
Mike Yamada	Japan Co-President	03/15/06 (FVP-03/05/03)
Paul C. Congleton	Managing Director	09/16/99 (SVP-12/17/98) (VP-03/17/97)
Richard Conklin	Managing Director-Global Investment Management	04/16/07
Alan James Curtis	Managing Director	03/05/03
Andrew Griffiths	Managing Director	12/21/06 (SVP-11/07/05)
Ranald Alexander Hahn	Managing Director	12/18/02 (SVP-12/15/00)
Kenneth R. (Robert) Hall	Managing Director	12/21/06 (SVP-12/18/02)
Larry H. Harmsen	Managing Director	08/01/05 (FVP-01/01/00) (VP-03/17/97)
Luke A. Lands	Managing Director	12/14/04 (SVP & Controller 08/28/00) (VP-03/17/97)
Steven K. Meyer	Managing Director-North America Capital Deployment	09/27/06 E. Pres & COO 03/15/06) (MD-07/21/00) (SVP-03/17/97)
John Morland	Managing Director - Global Human Resources	10/23/06
John R. Rizzo	Managing Director, Global Construction	12/15/00 (SVP-01/18/99)

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Charles E. Sullivan	Managing Director-North America Capital Management	09/27/06 (SVP-12/13/01) (FVP-01/01/00) (VP-03/17/97)
Gregory J. Weaver Ralf Wessel	Managing Director Senior Vice President and ProLogis European Properties Head of Asset Management	06/01/06 SVP-04/30/06
Bert Angel	Senior Vice President	09/27/06 12/16/03 (FVP-01/01/00) (VP-07/15/98)
Gregory J. Arnold	Senior Vice President	12/13/01 (FVP-01/01/00) (VP-03/17/97)
Christian Bischoff	Senior Vice President-North Europe Regional Director	03/01/07
Patrick J. Boot Eric D. Brown	Senior Vice President Senior Vice President (Regional Director)	01/02/03 01/26/04 (VP-07/15/98)
Stephen L. Bryan Peter Gerard Cassells	Senior Vice President Senior Vice President ProLogis European Properties Chief Financial Officer	09/15/05 SVP-12/21/06 CFO-09/27/06 (FVP-12/16/03) (VP-12/15/00)
James P. Cavanagh Michael James de Jong-Douglas	Senior Vice President (Regional Director) Senior Vice President (Regional Director)	09/15/05 12/21/06 SVP-12/20/05 (VP-12/15/00)
Steven Ferris Jeffrey S. Finnin	Senior Vice President Senior Vice President and Chief Accounting Officer	02/10/07 05/02/05
David W. Grawemeyer	Senior Vice President, Deputy General Counsel and Assistant Secretary	10/30/06
M. Gordon Keiser, Jr.	Senior Vice President and Treasurer	03/17/97
Douglas A. Kiersey, Jr.	Senior Vice President (Regional Director)	12/13/01 (FVP-01/01/00) (VP-03/17/97)
Robert A. Kritt	Senior Vice President	07/01/05 (FVP-01/01/00) (VP-03/17/97)
W. Scott Lamson	Senior Vice President (Regional Director)	02/09/03 (FVP-12/15/00) (VP-03/25/97)
Paul D. Loosmann Daniel R. Marcus Melissa A. Marsden	Senior Vice President (Regional Director) Senior Vice President Senior Vice President	07/01/05 09/15/05 12/20/05 (VP-07/15/99)
Brian N. Marsh	Senior Vice President (Regional Director)	01/26/04 (VP-03/17/97)
Eugene M. McCluskey Debra A. McRight	Senior Vice President Senior Vice President	06/27/06 12/16/99 (VP-07/15/98)
Michael Nachamkin	Senior Vice President (Regional Director)	07/20/05 (VP-03/17/97)
Kiyoshi Nagasawa	Senior Vice President	12/20/05 (VP-03/31/04)

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Sunwoo Thomas Nam	Senior Vice President – South Korea	02/05/07
Simon Nelson	Senior Vice President	12/21/06 (FVP-12/16/03)
David D. Riefe	Senior Vice President	(VP-09/19/01)
Francois de la Rochefoucauld	Senior Vice President-Southern Europe	09/15/05
Alan Sarjant	Regional Director Operations	12/20/05 (VP-12/15/00)
Silvano Solis	Senior Vice President	12/21/06 (FVP-12/16/03)
Richard Strader	Senior Vice President (Regional Director)	02/15/06
Neville D.E. Teagarden	Senior Vice President and Chief Information Officer	03/15/04 (VP-03/17/97)
David A. Tirman	Senior Vice President – Catellus Development Group	09/03/03
Kazuhiro Tsutsumi	Senior Vice President	02/01/07 (VP-07/15/98)
Michael Wenzell	Senior Vice President	12/20/05 (FVP-03/31/04)
Matt Whelan	Senior Vice President	05/26/06
James Wu	Senior Vice President	06/20/06
Thomas T. Marshall	Executive Vice President	12/21/06 (FVP-05/18/05)
Mari A. Akers	First Vice President	09/15/05
Scott Alexander	First Vice President	07/02/03
Louise Ashman	First Vice President	12/21/06 (VP-12/15/00)
Andre Banschus	First Vice President	12/20/05 (VP-03/05/03)
Gregory A. Bauer	First Vice President	03/01/07
Andrew Ernest Briley	First Vice President	12/16/03 (VP-12/11/97)
Jonathan Buck	First Vice President	03/05/03
Christianne C. Chen	First Vice President, Assistant Secretary and Associate General Counsel	10/02/06
Clay T. Chilton	First Vice President	09/15/05
Yoshiyuki Chosa	First Vice President	12/20/05 (VP-03/31/04)
Maurice Dalton	First Vice President	12/20/05
Michael V. Del Santo	First Vice President	12/18/02
Andrew S. Doughtie	First Vice President	09/15/05
Michael G. Englhard	First Vice President	11/06/06
Jonathan Gimblett	First Vice President	09/15/05
Christophe Gilbert Hamon	First Vice President	11/07/05
Jeremy Giles	First Vice President (Regional Director)	12/16/03
Rudolf Haemel	First Vice President	09/27/06 (VP-05/30/04)
John R. Hanson	First Vice President	03/16/07
Robert T. Huthnance, Jr.	First Vice President	12/13/01 (VP-03/17/97)
Kenji Ishijima	First Vice President	12/20/05
Simon Jenkins	First Vice President	12/20/05 (VP-07/15/99)
		12/20/05 (VP-03/05/03)
		12/20/05 (VP-03/31/04)

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Shari J. Jones	First Vice President	12/18/02 (VP-05/18/98)
Phillip D. Joseph, Jr.	First Vice President and Assistant Treasurer	05/26/06-AT
Jagadeeshwar Kalagiri	First Vice President	12/16/03 12/21/06 (VP-12/14/04)
William J. Kennedy	First Vice President	09/15/05
Chang Hyun Kim	First Vice President	02/05/07
Chris Lewis	First Vice President	12/21/06 (VP-03/31/04)
Alexandra C. Lopes	First Vice President	12/20/05
Maciej Madejak	First Vice President	12/21/06 (VP-12/16/03)
T. Patrick Maloney	First Vice President	12/14/04 (VP-12/15/00)
Peter J. Nielsen	First Vice President	12/15/00 (VP-03/17/97)
Ko Nuijten	First Vice President	12/20/05 (VP-12/15/00)
Lori A. Palazzolo	First Vice President	12/21/06 (VP-10/25/04)
Michael W. Peters	First Vice President	12/19/02
Bendeck D. Peterson	First Vice President	12/20/05 (VP-09/19/01)
John R. Picchiotti	First Vice President	12/20/05 (VP-12/11/97)
Betty J. Remstedt	First Vice President	12/18/02 (VP-03/17/97)
Richard F. Roth	First Vice President	03/05/03
Peter Ruijgrok	First Vice President	12/14/04 (VP-07/15/99)
Michael D. Russell	First Vice President	12/18/02 (VP-12/16/99)
Leonard G. Sahling	First Vice President	02/03/03
Masahiro Sakashita	First Vice President	12/21/06 (VP-09/01/05)
Tamotsu Sasaki	First Vice President	12/21/06 (VP-05/26/06)
Jeffrey Shen	First Vice President	07/01/06
Vincent Tam	First Vice President	01/01/07
John Ferguson Taylor	First Vice President	12/14/04
Jurre van Driel	First Vice President	12/20/05
David L. Welch	First Vice President	01/01/00 (VP-03/17/97)
Paul Weston	First Vice President	12/14/04
Ulrich Woerner	First Vice President	12/21/06 (VP-03/31/04)
Steven Allen	Vice President	05/15/06
John B. Aviles	Vice President	10/23/02
Wayne E. Barrett	Vice President	06/30/03
Aidan Berry	Vice President	04/02/07
Kate Bedson	Vice President	12/04/00
Louis Berchicci	Vice President	12/18/02
Olaf Berger	Vice President	03/16/07
Andrea Benvenuti	Vice President	12/20/05
Bob Bisnette	Vice President	12/21/06

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Greg Bradley	Vice President	08/05/04
Michael R. Brandon	Vice President	05/01/06
Nicholas Brown	Vice President	12/20/05
Todd L. Burnight	Vice President	04/03/05
Matthew Byrom	Vice President	01/01/05
Federico Cantu	Vice President	12/21/06
Gustavo Cardozo	Vice President	12/20/05
Anna M. Chapman	Vice President	09/15/05
Tyson B. Chave	Vice President	09/15/05
Stephen P. Chorey	Vice President	03/13/02
Lisa R. Clark	Vice President	12/16/99
Daniel Colletto	Vice President	04/01/06
Cindy R. Curtis	Vice President	12/15/00
Stephan Dalbeck	Vice President	03/01/07
Neal R. Davidson	Vice President	12/14/04
Niel Dickinson	Vice President	12/20/05
Marek Dzieminanczyk	Vice President	12/16/03
Loren Fairchild	Vice President	05/21/07
Andrew J. Finke	Vice President	12/15/00
Sarah Folwell (formerly Naylor)	Vice President	12/20/05
Kurt R. Fuller	Vice President	03/17/97
Francisco Paco Garcia	Vice President	12/20/05
Joseph Ghazal	Vice President	12/16/03
George Glennie	Vice President	02/10/07
Alan Anthony Goris	Vice President	05/18/00
Joseph B. Grimes	Vice President	09/15/05
Bruno Guandalini	Vice President	12/21/06
Richard Kenneth Hamilton	Vice President	04/04/05
Charles Hargis	Vice President	12/14/04
George Hasenecz	Vice President	07/05/06
Fred Howard	Vice President	12/21/06
Takeshi Hayakwa	Vice President	12/21/06
Roland Albert Hennebach	Vice President	12/14/04
Kurt Hineline	Vice President	12/21/06
Arthur Hodges	Vice President	12/21/06
Elizabeth C. Hooton	Vice President	09/15/05
Andrew Houghton	Vice President	12/14/00
Sally Hutchinson	Vice President	09/03/06
Noriyoshi Ikeuchi	Vice President	12/21/06
Shigeru Inada	Vice President	12/20/05
James J. Jachetta	Vice President	07/15/98
Yashitaka Kagami	Vice President	12/21/06
Peter O. Kane	Vice President	07/18/05
Mark Kang	Vice President	12/21/06
Elizabeth Kauchak	Vice President	02/05/07
Ryan D. Keathley	Vice President	12/13/01
David C. Kelly	Vice President	12/15/98
Paul Knight	Vice President	12/21/06
Bruce Knopf	Vice President	07/23/06
Andrew C. Kolb	Vice President	12/15/00
Hidetoshi Kumada	Vice President	12/20/05
Sam Lawrence	Vice President	12/21/06
Jean-Louis Lazuech	Vice President	04/01/05
Karen Lee	Vice President	12/14/04
Joe Lee	Vice President	12/20/06
Robbin A. Lee	Vice President	12/14/04

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Willem van Leeuwen	Vice President	12/15/00
Jean-Michel Lemius	Vice President	12/21/06
Mark Levy	Vice President	01/03/06
Mark Andrew Lewis	Vice President	01/01/03
Juan Carlos Lopez	Vice President	12/21/06
Leopoldo Lopez III	Vice President	09/16/05
Franck Lot	Vice President	12/20/05
Louie Lu	Vice President	12/20/05
Benazzouz Mabrouki	Vice President	03/01/06
Darin Manning	Vice President	09/20/04
Matthew Marshall	Vice President	02/15/05
Ross P. Matthews	Vice President	05/18/04
Robert E. McCann	Vice President	09/15/05
Mark McClelland	Vice President	04/17/06
Charles Russell McLemore	Vice President	08/30/06
Gerritt Jan Meerkerk	Vice President	02/18/02
Tieme Jannes Mennink	Vice President	12/13/01
Margaret W. Meyers	Vice President	07/21/00
Hisatake Miki	Vice President	12/20/05
Jeffrey B. Miller	Vice President	07/01/05
David Mills	Vice President	12/16/03
William B. Moody	Vice President	12/21/06
Gregory R. Moore	Vice President	09/15/05
Cheryl P. Muniz	Vice President	03/16/00
Jason Murphy	Vice President	12/21/06
Denise M. Musil	Vice President	12/15/00
Sherry L. Napier	Vice President	12/16/03
James R. Nass, III	Vice President	03/25/97
Vince O'Connell	Vice President	11/06/06
Antoine van Ommeren	Vice President	12/15/00
Tania D. Oryshchyn	Vice President	12/16/03
Philip L. Owen	Vice President	09/15/05
Brandon J. Page	Vice President	04/03/05
Tim Peters	Vice President	12/21/06
Marcus "Marc" Petrella	Vice President	08/05/04
Jan Ravensberg	Vice President	11/15/04
Graham Reece	Vice President	02/10/07
Wendy L. Rentschler	Vice President	12/17/98
Charla K. Rios	Vice President	12/15/00
Marika Roath-Hodgetts	Vice President	12/20/05
Megan Robert	Vice President	12/21/06
Eduardo Rojo	Vice President	03/27/06
David Ross	Vice President	12/21/06
Joseph F. Rudd III	Vice President	12/21/06
Calvin R. Schreiner	Vice President	12/10/97
Frederick Joseph Schumacher	Vice President	03/31/06
Timothy C. Sharman	Vice President	09/15/05
Jeffrey Shen	Vice President	01/05/04
Mark Shepherd	Vice President	12/20/05
Thomas Sheraden	Vice President	12/14/04
Pieter Siers	Vice President	10/25/06
Donald Smith	Vice President	04/25/07
Simon Spencer	Vice President	02/10/07
Mark William Stephenson	Vice President	12/13/01
Glenn G. Stock	Vice President	09/15/05

Scott W. Strine  
 Hirokuni Tadokoro  
 Ken Takagi  
 Hitoshi Tanaka  
 Aki Tanizumi  
 Giri Tharmananthar  
 Christine B. Thomson  
 Radek Trzepla  
 Michael L. Turner  
 Corinne Valero  
 Alex Vulic  
 Bartholomew Wilson  
 Kent Yang  
 Junichi Yoshinari  
 Jiangchuan Wang  
 Richard Webb  
 Patrick L. Welsh, Jr.  
 Peggy White  
 John Randolph Wood  
 Robin Woodbridge  
 Des Wynne  
 Tomasz Zabost  
 John Zeng  
 Angela Zhao  
 Bo Zhou  
 Carie Zoellner  
 Rondi J. Borroos  
 Kathleen M. Meade

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Vice President	12/11/97
Vice President	12/21/06
Vice President	12/21/06
Vice President	12/20/05
Vice President	12/20/05
Vice President	12/20/05
Vice President	12/18/02
Vice President	12/21/06
Vice President	09/16/05
Vice President	12/14/04
Vice President	04/01/06
Vice President	02/19/07
Vice President	12/21/06
Vice President	12/21/06
Vice President	12/20/05
Vice President	07/15/02
Vice President	11/21/05
Vice President	12/21/06
Vice President	12/21/06
Vice President	05/26/06
Vice President	11/06/06
Vice President	12/21/06
Vice President	12/21/06
Vice President	12/21/06
Vice President	05/26/06
Vice President	12/14/04
Assistant Secretary	05/22/02
Assistant Secretary	03/16/00

**ADDRESS FOR  
ALLOFFICERS/DIRECTOR:**

4545 Airport Way  
 Denver, CO 80239