

# 2006 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# M01000001395

**FILED**  
**Apr 28, 2006**  
**Secretary of State**

**Entity Name:** PROLOGIS SECOND GP LLC

**Current Principal Place of Business:**

14100 EAST 35TH PLACE  
AURORA, CO 80011

**New Principal Place of Business:**

4545 AIRPORT WAY  
DENVER, CO 80239

**Current Mailing Address:**

14100 EAST 35TH PLACE  
ATTN: TAX DEPT  
AURORA, CO 80011

**New Mailing Address:**

4545 AIRPORT WAY  
DENVER, CO 80239

**FEI Number:** 84-1593335

**FEI Number Applied For ( )**

**FEI Number Not Applicable ( )**

**Certificate of Status Desired ( )**

**Name and Address of Current Registered Agent:**

CORPORATION SERVICE COMPANY  
1201 HAYS STREET  
TALLAHASSEE, FL 323012525 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

**MANAGING MEMBERS/MANAGERS:**

Title: MGRM ( ) Delete  
Name: PROLOGIS,  
Address: 14100 EAST 35TH PLACE  
City-St-Zip: AURORA, CO 80011

**ADDITIONS/CHANGES:**

Title: MGRM (X) Change ( ) Addition  
Name: PROLOGIS,  
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 managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: EDWARD S. NEKRITZ

SEC

04/28/2006

\_\_\_\_\_  
Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date