

2004 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# M01000002135

FILED
Apr 19, 2004
Secretary of State

Entity Name: PROLOGIS THIRD GP LLC

Current Principal Place of Business:

14100 EAST 35TH PLACE
AURORA, CO 80011

New Principal Place of Business:

Current Mailing Address:

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

New Mailing Address:

FEI Number: 84-1603605 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/MEMBERS:

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

ADDITIONS/CHANGES:

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

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), 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: JAMES C. MARTIN

V.P.

04/19/2004

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