

PROLOGIS  
Form 8-K  
December 30, 2010

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported): December 29, 2010  
PROLOGIS  
(Exact name of registrant as specified in charter)**

|  |                                     |   |
|--|-------------------------------------|---|
| Maryland<br>(State or other jurisdiction<br>of Incorporation)      | 1-12846<br>(Commission File Number) | 74-2604728<br>(I.R.S. Employer Identification<br>No.) |
| 4545 Airport Way, Denver, Colorado                                 |                                     | 80239   |
| (Address of Principal Executive Offices)                           |                                     | (Zip Code)  |
| Registrant's Telephone Number, including Area Code: (303) 567-5000 |                                     |   |

N/A

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01. Other Events  
SIGNATURES

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**Item 8.01. Other Events.**

Set forth below is a schedule of the anticipated distribution record and payment dates for ProLogis 1999 Dividend Reinvestment and Share Purchase Plan with respect to 2011 and 2012. The dates are subject to change at ProLogis discretion.

**REINVESTMENT OF DISTRIBUTIONS**

| Distribution Record Date | Distribution Payment Date |
|--------------------------|---------------------------|
| February 15, 2011        | February 28, 2011         |
| May 16, 2011             | May 31, 2011              |
| August 15, 2011          | August 31, 2011           |
| November 15, 2011        | November 30, 2011         |
| February 15, 2012        | February 29, 2012         |
| May 15, 2012             | May 31, 2012              |
| August 15, 2012          | August 31, 2012           |
| November 15, 2012        | November 30, 2012         |

**OPTIONAL CASH PAYMENTS\***

| 2011 Investment Dates | 2012 Investment Dates |
|-----------------------|-----------------------|
| January 18, 2011      | January 17, 2012      |
| January 31, 2011      | January 31, 2012      |
| February 15, 2011     | February 15, 2012     |
| February 28, 2011     | February 29, 2012     |
| March 15, 2011        | March 15, 2012        |
| March 31, 2011        | March 30, 2012        |
| April 15, 2011        | April 16, 2012        |
| April 29, 2011        | April 30, 2012        |
| May 16, 2011          | May 15, 2012          |
| May 31, 2011          | May 31, 2012          |
| June 15, 2011         | June 15, 2012         |
| June 30, 2011         | June 29, 2012         |
| July 15, 2011         | July 16, 2012         |
| July 29, 2011         | July 31, 2012         |
| August 15, 2011       | August 15, 2012       |
| August 31, 2011       | August 31, 2012       |
| September 15, 2011    | September 17, 2012    |
| September 30, 2011    | September 28, 2012    |
| October 17, 2011      | October 15, 2012      |
| October 31, 2011      | October 31, 2012      |
| November 15, 2011     | November 15, 2012     |
| November 30, 2011     | November 30, 2012     |
| December 15, 2011     | December 17, 2012     |
| December 30, 2011     | December 31, 2012     |

\* If investing by mail, the agent must receive the check at least two business days prior to the desired investment date. If investing online, participants should refer to their confirmation page for the next eligible investment date for online purchases.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PROLOGIS

Date: December 29, 2010

By: /s/ Edward S. Nekritz  
Name: Edward S. Nekritz  
Title: General Counsel and Secretary