

PROLOGIS  
Form 8-K  
January 13, 2009

**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): January 13, 2009**

**PROLOGIS**

(Exact name of registrant as specified in charter)

Maryland  
(State or other jurisdiction  
of Incorporation)

1-12846  
(Commission File Number)

74-2604728  
(I.R.S. Employer Identification  
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))
-

**Item 8.01. Other Events.**

A schedule of the Optional Cash Payment Dates for the 2009 and 2010 calendar years is set forth below with respect to the ProLogis 1999 Dividend Reinvestment and Share Purchase Plan (the terms of which are contained in a Prospectus dated January 4, 2007 filed with respect to ProLogis Registration Statement on Form S-3 (File No. 333-102166)).

**Optional Cash Payments**

| <b><u>2009 Investment Dates</u></b> | <b><u>2010 Investment Dates</u></b> |
|-------------------------------------|-------------------------------------|
| January 15, 2009                    | January 15, 2010                    |
| January 30, 2009                    | January 29, 2010                    |
| February 13, 2009                   | February 12, 2010                   |
| February 27, 2009                   | February 26, 2010                   |
| March 16, 2009                      | March 15, 2010                      |
| March 31, 2009                      | March 31, 2010                      |
| April 15, 2009                      | April 15, 2010                      |
| April 30, 2009                      | April 30, 2010                      |
| May 15, 2009                        | May 14, 2010                        |
| May 29, 2009                        | May 31, 2010                        |
| June 15, 2009                       | June 15, 2010                       |
| June 30, 2009                       | June 30, 2010                       |
| July 15, 2009                       | July 15, 2010                       |
| July 31, 2009                       | July 30, 2010                       |
| August 14, 2009                     | August 16, 2010                     |
| August 31, 2009                     | August 31, 2010                     |
| September 15, 2009                  | September 15, 2010                  |
| September 30, 2009                  | September 30, 2010                  |
| October 15, 2009                    | October 15, 2010                    |
| October 30, 2009                    | October 29, 2010                    |
| November 16, 2009                   | November 15, 2010                   |
| November 30, 2009                   | November 30, 2010                   |
| December 15, 2009                   | December 15, 2010                   |
| December 31, 2009                   | December 30, 2010                   |

The Optional Cash Payment Dates listed above are subject to change at ProLogis' discretion.

**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: January 13, 2009

By: /s/ Edward S. Nekritz

Name: Edward S. Nekritz

Title: General Counsel and Secretary

- 3 -