

PROLOGIS
Form 8-K
July 29, 2004

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**SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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) July 29, 2004

ProLogis

(Exact Name of Registrant as Specified in Charter)

Maryland
(State or Other Jurisdiction
of Incorporation)

1-12848
(Commission
File Number)

74-2604728
(IRS Employer
Identification No.)

14100 East 35th Place, Englewood CO 80011

(Address of Principal Executive Offices)

Registrant's telephone number, including area code (303) 375-9292

(Former Name or Former Address, if Changed Since Last Report)

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ITEM 12: RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On July 29, 2004, ProLogis issued a press release announcing second quarter 2004 financial results. A copy of the press release as well as supplemental information is furnished with this report as Exhibit 99.1, and is incorporated herein by reference.

The information in this report and the exhibits attached hereto is being furnished, not filed, for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and pursuant to Item 12 of Form 8-K will not be incorporated by reference into any filing under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated therein by reference.

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 thereunto duly authorized.

PROLOGIS

By: /s/ Walter C. Rakowich
Walter C. Rakowich
Managing Director and Chief Financial
Officer

July 29, 2004

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<u>Ex. No.</u>	<u>Exhibit Description</u>
99.1	Press Release