FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)												
1. Name and Address of Reporting Person SKELTON JEFFREY L	2. Issuer Name at AMB PROPER				ol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) AMB PROPERTY CORPORATI BAY 1	3. Date of Earliest 01/26/2006	Transaction	(Мо	nth/Day/Y	ear)	Officer (give title below) Other (specify below)						
(Street)	4. If Amendment, I	Date Origin	al File	ed(Month/Da	ıy/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting PersonForm filed by More than One Reporting Person						
SAN FRANCISCO, CA 94111	(Zip)											
(City) (State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	(Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct (D)	Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price		(I) (Instr. 4)	(Instr. 4)		
Common Stock	01/26/2006		M		800	A	\$ 21	9,694	D			
Common Stock	01/26/2006		S		800	D	\$ 50.5	8,894	D			
Common Stock	01/26/2006		M		400	A	\$ 21	9,294	D			
Common Stock	01/26/2006		S		400	D	\$ 50.51	8,894	D			
Common Stock	01/26/2006		M		500	A	\$ 21	9,394	D			
Common Stock	01/26/2006		S		500	D	\$ 50.52	8,894	D			
Common Stock	01/26/2006		M		3,100	A	\$ 21	11,994	D			
Common Stock	01/26/2006		S		3,100	D	\$ 50.53	8,894	D			
Common Stock	01/26/2006		M		11,400	A	\$ 21	20,294	D			
Common Stock	01/26/2006		S		11,400	D	\$ 50.54	8,894	D			
Common Stock	01/26/2006		M		10,050	A	\$ 21	18,944	D			
Common Stock	01/26/2006		S		10,050	D	\$ 50.55	8,894	D			
Common Stock	01/26/2006		M		13,150	A	\$ 21.9375	22,044	D			
Common Stock	01/26/2006		S		13,150	D	\$ 50.55	8,894	D			
Common Stock	01/26/2006		M		200	A	\$ 21.9375	9,094	D			
Common Stock	01/26/2006		S		200	D	\$ 50.59	8,894	D			
Common Stock	01/26/2006		M		800	A	\$ 21.9375	9,694	D			
Common Stock	01/26/2006		S		800	D		8,894	D			
Common Stock	01/26/2006		M		100	A	\$ 21.9375	8,994	D			
Common Stock	01/26/2006		S		100	D	\$ 50.67	8,894	D			
Common Stock	01/26/2006		M		650	A	\$ 21.9375	9,544	D			
Common Stock	01/26/2006		S		650	D	\$ 50.68	8,894	D			
Common Stock	01/26/2006		М		100	A	\$ 21.9375	8,994	D			
Common Stock	01/26/2006		S		100	D	\$ 50.69	8,894	D			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained $\,$ $SEC\ 1474\ (9-02)$ in this form are not required to respond unless the form displays a currently valid OMB control number.

Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Instr. 8)	of E Sect Acq or E of (I	urities uired (A) Disposed D) tr. 3, 4,	Expiration Date (Month/Day/Year)		and 7. Title and Amount of Underlying Securities (Instr. 3 and 4)		Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(IIIStr. 4)	(mstr. 4)	
Non- Qualified Stock Option (right to buy)	\$ 21	01/26/2006		М			800	(1)	11/27/2007	Common	800	(2)	115,065	D	
Non- Qualified Stock Option (right to buy)	\$ 21	01/26/2006		М			400	(1)	11/27/2007	Common	800	(2)	114,665	D	
Non- Qualified Stock Option (right to buy)	\$ 21	01/26/2006		М			500	(1)	11/27/2007	Common	500	<u>(2)</u>	114,165	D	
Non- Qualified Stock Option (right to buy)	\$ 21	01/26/2006		M			3,100	(1)	11/27/2007	Common	3,100	(2)	111,065	D	
Non- Qualified Stock Option (right to buy)	\$ 21	01/26/2006		M			11,400	Ш	11/27/2007	Common	11,400	<u>(2)</u>	99,665	D	
Non- Qualified Stock Option (right to buy)	\$ 21	01/26/2006		М			10,050	Ш	11/27/2007	Common	10,050	(2)	89,615	D	
Non- Qualified Stock Option (right to buy)	\$ 21.9375	01/26/2006		М			13,150	(3)	05/07/2009	Common	13,150	(2)	76,465	D	
Non- Qualified Stock Option (right to buy)	\$ 21.9375	01/26/2006		М			200	(3)	05/07/2009	Common	200	(2)	76,265	D	
Non- Qualified Stock Option (right to buy)	\$ 21.9375	01/26/2006		М			800	(3)	05/07/2009	Common	800	(2)	75,465	D	

Non- Qualified Stock Option (right to buy)	\$ 21.9375	01/26/2006	M	100	(3)	05/07/2009	Common	100	<u>(2)</u>	75,365	D	
Non- Qualified Stock Option (right to buy)	\$ 21.9375	01/26/2006	M	650	(3)	05/07/2009	Common	650	(2)	74,715	D	
Non- Qualified Stock Option (right to buy)	\$ 21.9375	01/26/2006	M	100	(3)	05/07/2009	Common	100	(2)	74,615	D	

Reporting Owners

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
SKELTON JEFFREY L AMB PROPERTY CORPORATION, PIER 1, BAY 1 SAN FRANCISCO, CA 94111	X							

Signatures

/s/ Tamra Browne pursuant to a power of attorney dated $01/23/2003$	01/30/2006		
**Signature of Reporting Person	Date		

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The shares subject to the option vested fully on the date of grant, November 24, 1997
- (2) Not applicable.
- (3) The shares subject to the option vested fully on the first anniversary of the grant, May 5, 2000.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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