| FORM 4 |
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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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 P BAIRD W BLAKE | 2. Issuer Name and AMB PROPER | | | | ol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <u>X</u> Director <u>X</u> Officer (give title below) Other (specify below) President | | | | |
|---|--|-------------------------------------|----------------------------------|---------------------------|--------------------------|---|------------------|--|--|------------------------|
| (Last) (First) (Middle) C/O AMB PROPERTY CORPORATION,, PIER 1, BAY 1 | | 3. Date of Earliest T 02/01/2006 | ransaction | (Mon | th/Day/Ye | | | | | |
| (Street) | 4. If Amendment, D | ate Origina | l Fileo | d(Month/Day | //Year) | 6. Individual or Joint/Group Filing(Che _X_Form filed by One Reporting Person Form filed by More than One Reporting Pers | | ine) | | |
| SAN FRANCISCO, CA 9411 (City) (State) | I (Zip) | | Table I - N | on-De | erivative | Securiti | ies Acqu | ired, Disposed of, or Beneficially Ow | ned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if | 3. Transac Code (Instr. 8) | . Transaction 4 Code (| | ities Acc isposed 4 and 5 | quired of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) | Beneficial Ownershi |
| | | | Code | v | Amount (A) or (D) Pri | | Price | | or Indirect (I) (Instr. 4) | (Instr. 4) |
| Common Stock | 02/01/2006 | | М | | 1,100 | А | \$ 24.6 | 261,988 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | S | | 1,100 | D | \$ 51.91 | 260,888 | I | Family Trust |
| Common Stock | 02/01/2006 | | М | | 400 | А | \$ 24.6 | 261,288 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | S | | 400 | D | \$ 52 | 260,888 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | М | | 1,500 | А | \$ 24.6 | 262,388 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | S | | 1,500 | D | \$ 52.01 | 260,888 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | М | | 600 | А | \$ 24.6 | 261,488 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | S | | 600 | D | \$ 52.05 | 260,888 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | М | | 600 | А | \$ 24.6 | 261,488 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | S | | 600 | D | \$ 52.06 | 260,888 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | М | | 400 | А | \$ 24.6 | 261,288 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | S | | 400 | D | \$ 52.17 | 260,888 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | М | | 400 | А | \$ 24.6 | 261,288 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | S | | 400 | D | \$ 52.28 | 260,888 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | М | | 500 | А | \$ 24.6 | 261,388 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | S | | 500 | D | \$ 52.3 | 260,888 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | М | | 300 | А | \$ 24.6 | 261,188 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | S | | 300 | D | \$ 52.31 | 260,888 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | М | | 100 | А | \$ 24.6 | 260,988 | Ι | Family Trust |
| Common Stock | 02/01/2006 | | s | | 100 | D | \$ 52.32 | 260,888 | Ι | Family Trust |

| Common Stock | 02/01/2006 | М | 600 | А | \$ 24.6 | 261,488 | Ι | Family Trust |
|--------------|------------|------------------|-------|---|-------------|-------------|---|-----------------|
| Common Stock | 02/01/2006 | S | 600 | D | \$ 52.33 | 260,888 | Ι | Family Trust |
| Common Stock | 02/01/2006 | М | 1,800 | А | \$ 24.6 | 262,688 | Ι | Family Trust |
| Common Stock | 02/01/2006 | S | 1,800 | D | \$ 52.35 | 260,888 | Ι | Family Trust |
| Common Stock | 02/01/2006 | М | 200 | А | \$ 24.6 | 261,088 | Ι | Family Trust |
| Common Stock | 02/01/2006 | S | 200 | D | \$ 52.39 | 260,888 | Ι | Family Trust |
| Common Stock | 02/01/2006 | М | 400 | А | \$ 24.6 | 261,288 | Ι | Family Trust |
| Common Stock | 02/01/2006 | S | 400 | D | \$ 52.4 | 260,888 | Ι | Family Trust |
| Common Stock | 02/01/2006 | М | 200 | А | \$ 24.6 | 261,088 | Ι | Family Trust |
| Common Stock | 02/01/2006 | S ⁽¹⁾ | 200 | D | \$ 52.44 | 260,888 (2) | Ι | Family Trust |

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.

| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned |
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| (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | | |
|--|---|--|---|------|-----------|---|---|--|--------------------|---|--|---------------|---------|--------------------------------------|--|--|--|
| (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | Code | tion) | of Deri Secu Acq (A) Disp of (I | ivative urities uired or bosed D) tr. 3, 4, | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | Date of Underlying (Year) Securities | | of Underlying | | Derivative Security (Instr. 5) | Derivative Securities Beneficially Owned Following | Derivative Security: Direct (D) or Indirect | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | | | |
| Non- Qualified Stock Option (right to buy) | \$ 24.6 | 02/01/2006 | | М | | | 1,100 | (3) | 02/27/2011 | Common | 1,100 | <u>(4)</u> | 494,887 | Ι | Family Trust | | |
| Non- Qualified Stock Option (right to buy) | \$ 24.6 | 02/01/2006 | | М | | | 400 | (3) | 02/27/2011 | Common | 400 | <u>(4)</u> | 494,487 | Ι | Family Trust | | |
| Non- Qualified Stock Option (right to buy) | \$ 24.6 | 02/01/2006 | | М | | | 1,500 | <u>(3)</u> | 02/27/2011 | Common | 1,500 | <u>(4)</u> | 492,987 | Ι | Family Trust | | |
| Non- Qualified Stock Option (right to buy) | \$ 24.6 | 02/01/2006 | | М | | | 600 | <u>(3)</u> | 02/27/2011 | Common | 600 | <u>(4)</u> | 492,387 | I | Family Trust | | |

| | | | | - | | | | | | | | |
|---|---------|------------|---|-------|------------|------------|--------|-------|------------|---------|---|-----------------|
| Non- Qualified Stock Option (right to buy) | \$ 24.6 | 02/01/2006 | М | 600 | <u>(3)</u> | 02/27/2011 | Common | 600 | <u>(4)</u> | 491,787 | Ι | Family Trust |
| Non- Qualified Stock Option (right to buy) | \$ 24.6 | 02/01/2006 | М | 400 | (3) | 02/27/2011 | Common | 400 | <u>(4)</u> | 491,387 | Ι | Family Trust |
| Non- Qualified Stock Option (right to buy) | \$ 24.6 | 02/01/2006 | М | 400 | <u>(3)</u> | 02/27/2011 | Common | 400 | <u>(4)</u> | 490,987 | Ι | Family Trust |
| Non- Qualified Stock Option (right to buy) | \$ 24.6 | 02/01/2006 | М | 500 | <u>(3)</u> | 02/27/2011 | Common | 500 | <u>(4)</u> | 490,487 | Ι | Family Trust |
| Non- Qualified Stock Option (right to buy) | \$ 24.6 | 02/01/2006 | М | 300 | <u>(3)</u> | 02/27/2011 | Common | 300 | <u>(4)</u> | 490,187 | I | Family Trust |
| Non- Qualified Stock Option (right to buy) | \$ 24.6 | 02/01/2006 | М | 100 | (3) | 02/27/2011 | Common | 100 | <u>(4)</u> | 490,087 | Ι | Family Trust |
| Non- Qualified Stock Option (right to buy) | \$ 24.6 | 02/01/2006 | М | 600 | (3) | 02/27/2011 | Common | 600 | <u>(4)</u> | 489,487 | I | Family Trust |
| Non- Qualified Stock Option (right to buy) | \$ 24.6 | 02/01/2006 | М | 1,800 | (3) | 02/27/2011 | Common | 1,800 | <u>(4)</u> | 487,687 | Ι | Family Trust |
| Non- Qualified Stock Option (right to buy) | \$ 24.6 | 02/01/2006 | М | 200 | <u>(3)</u> | 02/27/2011 | Common | 200 | <u>(4)</u> | 487,487 | I | Family Trust |
| Non- Qualified Stock Option (right to buy) | \$ 24.6 | 02/01/2006 | М | 400 | (3) | 02/27/2011 | Common | 400 | <u>(4)</u> | 487,087 | I | Family Trust |
| Non- Qualified Stock Option (right to buy) | \$ 24.6 | 02/01/2006 | М | 200 | <u>(3)</u> | 02/27/2011 | Common | 200 | <u>(4)</u> | 486,887 | Ι | Family Trust |

Reporting Owners

| | Relationships | | | | | | | |
|--|---------------|--------------|-----------|-------|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | |
| BAIRD W BLAKE C/O AMB PROPERTY CORPORATION, PIER 1, BAY 1 SAN FRANCISCO, CA 94111 | Х | | President | | | | | |

Signatures

| /s/ Tamra Browne pursuant to a power of attorney dated 01/15/2003 | 02/03/2006 |
|---|------------|
| -*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) These sales are being made pursuant to a previously adopted plan intended to comply with Rule 10b5-1(c) of the Securities Exchange Act of 1934. This 10b5-1 plan was adopted on January 27, 2006.
- (2) Of the 260,888 securities beneficially owned, 4,000 shares are directly (D) held, 193,526 shares are directly (D) held in a joint account, and 63,362 are indirectly (I) held through a family trust.
- (3) One-third of the shares subject to the option vest and become exerciseable annually on January 1. The shares vested fully on January 1, 2004.

(4) Not applicable.

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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