FORM 4	4
--------	---

Г

Check this box	if no
longer subject t	io
Section 16. For	m 4 or
Form 5 obligation	ions
may continue.	See
Instruction 1(b)).

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

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 I FREEDMAN BRUCE H	2. Issuer Name a AMB PROPER				nbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director10% Owner				
(Last) (First) C/O AMB PROPERTY CORPORATION, PIER 1, B	3. Date of Earliest 02/10/2006	Transactio	on (M	onth/Day/	Year)	X_Officer (give title below) Other (specify below) Executive VP				
(Street) SAN FRANCISCO, CA 941	4. If Amendment,	Date Origi	nal F	iled(Month/	Day/Yea	r)	6. Individual or Joint/Group Filin _X_Form filed by One Reporting Person Form filed by More than One Reporting		ble Line)	
(City) (State)	(Zip)	Та	ble I - Noi	1-Der	·ivative S	ecuriti	es Acau	ired, Disposed of, or Beneficially	Owned	
Title of Security nstr. 3) 2. Transaction Date (Month/Day/Year		2A. Deemed Execution Date, if	3. Transac Code (Instr. 8)	ction	-	ties Ac isposed	equired l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D)	7. Nature of Indirec Beneficia Ownershi
		· · /	Code	v	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock	02/10/2006		S		100	D	\$ 50.41	196,142	Ι	Family Trust
Common Stock	02/10/2006		S		100	D	\$ 50.42	196,042	I	Family Trust
Common Stock	02/10/2006		S		200	D	\$ 50.43	195,842	Ι	Family Trust
Common Stock	02/10/2006		S		1,900	D	\$ 50.44	193,942	I	Family Trust
Common Stock	02/10/2006		S		1,000	D	\$ 50.45	192,942	I	Family Trust
Common Stock	02/10/2006		S		900	D	\$ 50.46	192,042	I	Family Trust
Common Stock	02/10/2006		S		2,200	D	\$ 50.47	189,842	I	Family Trust
Common Stock	02/10/2006		S		2,100	D	\$ 50.48	187,742	I	Family Trust
Common Stock	02/10/2006		S		1,200	D	\$ 50.49	186,542	I	Family Trust
Common Stock	02/10/2006		S		1,300	D	\$ 50.5	185,242	I	Family Trust
Common Stock	02/10/2006		S		2,300	D	\$ 50.51	182,942	I	Family Trust
Common Stock	02/10/2006		S		2,200	D	\$ 50.52	180,742	I	Family Trust
Common Stock	02/10/2006		S		4,700	D	\$ 50.53	176,042	I	Family Trust
Common Stock	02/10/2006		S		1,400	D	\$ 50.54	174,642	I	Family Trust
Common Stock	02/10/2006		S		11,000	D	\$ 50.55	163,642	I	Family Trust
Common Stock	02/10/2006		S		1,500	D		162,142	I	Family Trust
Common Stock	02/10/2006		S		500	D	\$ 50.57	161,642	Ι	Family Trust
Common Stock	02/10/2006		S		1,100	D	\$ 50.58	160,542	Ι	Family Trust

Common Stock	02/10/2006	S	500	D	\$ 50.59	160,042	Ι	Family Trust
Common Stock	02/10/2006	S	3,200	D	\$ 50.6	156,842	Ι	Family Trust
Common Stock	02/10/2006	S	700	D	\$ 50.61	156,142	Ι	Family Trust
Common Stock	02/09/2006	S	2,400	D	\$ 50.62	153,742	Ι	Family Trust
Common Stock	02/10/2006	S	3,800	D	\$ 50.63	149,942	Ι	Family Trust
Common Stock	02/10/2006	S	800	D	\$ 50.64	149,142	Ι	Family Trust
Common Stock	02/10/2006	S	200	D	\$ 50.7	148,942	Ι	Family Trust
Common Stock	02/10/2006	S	100	D	\$ 60.83	148,842	Ι	Family Trust
Common Stock	02/10/2006	S	12,600	D	\$ 50.91	136,242 (1)	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 in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

	(e.g., puts, calls, warrants, options, convertible securities)																	
1. Title of	2.	3. Transaction	3A. Deemed	4.		5.		6. Date Exer	cisable	7. Tit	le and	8. Price of	9. Number of	10.	11. Nature			
Derivative	Conversion	Date	Execution Date, if	Transacti	ion	Num	ber	and Expirati	on Date	Amou	unt of	Derivative	Derivative	Ownership	of Indirect			
Security	or Exercise	(Month/Day/Year)	any	Code		of		(Month/Day	/Year)	Unde	rlying	Security	Securities	Form of	Beneficial			
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		Deriv	ative	e		Securities		rities	(Instr. 5)	Beneficially	Derivative	Ownership		
	Derivative					Secur	rities					(Instr	. 3 and		Owned	Security:	(Instr. 4)	
	Security					Acqu	ired			4)			0	Direct (D)				
						(A) 0							1	or Indirect				
					Disposed								Transaction(s)	(I)				
					of (D)							(Instr. 4)	(Instr. 4)					
						(Instr. 3,												
						4, and	, and 5)											
											Amount							
								Dete	E		or							
									Date Exercisable			Expiration	Title	Number				
								Exercisable	Date		of							
				Code	V	(A)	(D)				Shares							

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
FREEDMAN BRUCE H C/O AMB PROPERTY CORPORATION PIER 1, BAY 1 SAN FRANCISCO, CA 94111			Executive VP				

Signatures

/s/ Tamra Browne pursuant to a power attorney dated $01/27/2003$	02/14/2006
**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).

Of the 136,242 securities beneficially owned, 61,927 are directly held (D) and 49,467 securities are indirectly held (I) as co-trustee for the Bruce H. Freedman Revocable (1) Trust dated 5/28/03, and 24,848 securities are held indirectly (I) through a rabbi trust pursuant to the Amended and Restated AMB Nonqualified and Deferred Compensation Plan.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.