

FIRST INDUSTRIAL REALTY TRUST INC  
 Form 4  
 May 09, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**WILSON J STEVEN**

2. Issuer Name and Ticker or Trading Symbol  
**FIRST INDUSTRIAL REALTY TRUST INC [FR]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 311 SOUTH WACKER DRIVE, SUITE 4000  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/07/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)

CHICAGO, IL 60606

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)	3. Transaction Code (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)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, par value \$.01 per share	05/07/2007		M		300 A \$ 30.5	24,347	D
Common Stock, par value \$.01 per share	05/07/2007		S		300 D \$ 44.74	24,347	D
Common Stock, par value \$.01	05/07/2007		M		300 A \$ 30.5	24,347	D

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per share							
Common Stock, par value \$.01 per share	05/07/2007	S	300	D	\$ 44.66	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	M	900	A	\$ 30.5	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	S	900	D	\$ 44.69	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	M	600	A	\$ 30.5	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	S	600	D	\$ 44.7	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	M	1,800	A	\$ 30.5	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	S	1,800	D	\$ 44.6	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	M	1,600	A	\$ 30.5	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	S	1,600	D	\$ 44.61	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	M	400	A	\$ 30.5	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	S	400	D	\$ 44.73	24,347	D

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Common Stock, par value \$.01 per share	05/07/2007	M	100	A	\$ 30.5	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	S	100	D	\$ 44.62	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	M	200	A	\$ 30.5	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	S	200	D	\$ 44.71	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	M	100	A	\$ 30.5	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	S	100	D	\$ 44.67	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	M	600	A	\$ 30.5	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	S	600	D	\$ 44.68	24,347	D
Common Stock, par value \$.01 per share	05/07/2007	M	3,100	A	\$ 30.5	24,347	D

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
stock option (right to buy)	\$ 30.5	05/07/2007		M	10,000	05/14/1998 05/14/2007	common stock	10,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILSON J STEVEN 311 SOUTH WACKER DRIVE SUITE 4000 CHICAGO, IL 60606	X			

## Signatures

/s/ John H. Clayton,  
attorney-in-fact

05/08/2007

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) No figure applicable.

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.