SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
OMB Number:	3235-0287
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| 1. Name and Address of Reporting Person*

 SHIDLER JAY H

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

 (Street)
 CHICAGO IL 60606
 (City) (State) (Zip) | 2. Issuer Name **and** Ticker or Trading Symbol
 FIRST INDUSTRIAL REALTY TRUST INC [FR]

 3. Date of Earliest Transaction (Month/Day/Year)
 11/03/2008

 4. If Amendment, Date of Original Filed (Month/Day/Year) | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 X Director 10% Owner
   Officer (give title below) Other (specify below)

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value $.01 per share	11/04/2008		P		9,474	A	$10.33	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		9,848	A	$10.34	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		400	A	$10.345	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		12,020	A	$10.35	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		200	A	$10.355	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		3,100	A	$10.36	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		200	A	$10.365	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		6,995	A	$10.37	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		3,050	A	$10.375	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		5,420	A	$10.38	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		250	A	$10.385	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		9,685	A	$10.39	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		3,745	A	$10.395	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		4,900	A	$10.4	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		4,300	A	$10.41	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		4,200	A	$10.42	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		252	A	$10.425	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		7,110	A	$10.43	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		5,214	A	$10.44	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		9,600	A	$10.45	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		5,300	A	$10.46	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		200	A	$10.465	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		2,000	A	$10.47	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		3,900	A	$10.48	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		2,700	A	$10.49	1,063,911(1)	D	
Common Stock, par value $.01 per share	11/04/2008		P		13,500	A	$10.5	1,063,911(1)	D	

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

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

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Number of Shares				

Explanation of Responses:

1. Does not include 910,660 shares held indirectly by the reporting person through Shidler Equities, L.P. Also does not include 20,000 shares held indirectly by the reporting person through his spouse.

/s/ Jay Shidler   11/04/2008

** Signature of Reporting Person   Date

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

* 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).

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

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 Number.