

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) or (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

FIRST INDUSTRIAL REALTY TRUST, INC.
(Exact name of registrant as specified in its charter)

Maryland
(State of incorporation
or organization)

36-3935116
(I.R.S. Employer
Identification No.)

150 N. Wacker Drive, Suite 150
Chicago, Illinois 60606
(Address of principal executive offices) (zip code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered	Name of each exchange on which each class is to be registered
Depository Shares each repre- senting 1/100 of a share of 8 3/4% Series B Cumulative Preferred Stock with a Liqui- dation Preference Equivalent to \$25.00 per Depository Share	The New York Stock Exchange _____ _____ _____ _____

Securities to be registered pursuant to Section 12(g) of the Act:

None

(Title of class)

Item 1: Description of Registrant's Securities to be Registered.

The description of First Industrial Realty Trust, Inc.'s (the "Company") Depository Shares each representing 1/100 of a share of 8 3/4% Series B Cumulative Preferred Stock with a liquidation preference equivalent to \$25.00 per Depository Share is hereby set forth under the caption "Description of Series B Preferred Shares and Depository Shares" in the Prospectus Supplement dated May 9, 1997 and under the captions "Description of Depository Shares" and "Description of Preferred Stock" in the accompanying Prospectus dated April 30, 1997 each as filed with the Securities and Exchange Commission (the "Commission") on May 13, 1997 pursuant to Rule 424(b), under the Securities Act of 1933, as amended.

Item 2: Exhibits.

1. Registrant's Prospectus Supplement dated May 9, 1997, together with accompanying Prospectus dated April 30, 1997 (filed with the Commission on May 13, 1997).
2. Amended and Restated Articles of Incorporation of the Company (incorporated by reference to Exhibit 3.1 of the Company's 10-Q for the fiscal quarter ended June 30, 1996, File No. 1-13102).
3. Amended and Restated Bylaws of the Company (incorporated by reference to Exhibit 4.1 of the Company's Registration Statement on Form S-3, File No. 333-03999).
4. Form of Articles Supplementary to the Amended and Restated Articles of Incorporation of the Company relating to the Company's Series B Cumulative Preferred Stock, \$.01 par value (incorporated by reference to the Company's Current Report on Form 8-K).

5. Form of Deposit Agreement (incorporated by reference to the Company's Current Report on Form 8-K).

6. Form of Certificate representing Depositary Receipts (incorporated by reference to the Company's Current Report on Form 8-K).

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

FIRST INDUSTRIAL REALTY TRUST, INC.
(Registrant)

By: /s/ Michael J. Havala

Name: Michael J. Havala
Title: Chief Financial Officer,
Treasurer and Secretary

Date: May 13, 1997