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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

O Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

	Name and Address of Reporting Person* (Last, First, Middle)	2.	Issuer Name and Ticker or Trading Symbol	-	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)				
	Kirk, Ross		First Industrial Realty Trust, Inc. (FR)						
	c/o First Industrial Realty Trust, Inc. 311 South Wacker Drive, Suite 4000	4.	Statement for (Month/Day/Year) 1/2/03		If Amendment, Date of Original (Month/Day/Year				
(Street)		6.	Relationship of Reporting Person(s) to Issuer (Check All Applicable)	7.	Individual or Joint/Group Filing (Check Applicable Line)				
	Chicago, IL 60606		O Director O 10% Owner						
	(City) (State) (Zip)		☑ Officer (<i>give title below</i>)		O Form filed by More than One Reporting Person				
`			Other (specify below)						
			Managing Director						

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).

		Table I — Non-De	rivative Se	ecurities	Acquired, Di	Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
itle of Security 2. nstr. 3)	Transaction Date (Month/Day/Year)	2a. Deemed Execution Date, if any. (Month/Day/Year)			or Dispose	d of (D)	ed (A)	5.	Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	6.	Ownership 7 Form: Direct (D) or Indirect (I) (Instr. 4)	Nature of Indirect Beneficia Ownersh (Instr. 4)				
			Code	v	Amount	(A) or (D)	Price									
ommon Stock, ar value \$.01 er share	1/2/03		F(1)		1,883	D	\$28.22		14,355		D					
								_		_						
					Page 2											
	ommon Stock, ir value \$.01	ommon Stock, ur value \$.01	itle of Security 2. Transaction Date (Month/Day/Year) 2a. Deemed Execution Date, if any. (Month/Day/Year)	itle of Security 2. Transaction Date (Month/Day/Year) 2a. Deemed Execution Date, if any. (Month/Day/Year) (Month/Day/Year) 3. Transac (Instr. 8)	itle of Security 2. Transaction Date (Month/Day/Year) 2a. Deemed Execution Date, if any. (Month/Day/Year) 3. Transaction Code (Instr. 8) Code V	itle of Security 2. Transaction Date (Month/Day/Year) 2a. Deemed Execution Date, if any. (Month/Day/Year) 3. Transaction Code (Instr. 8) 4. Securities or Dispose (Instr. 3, 4 to Deemed Execution Date, if any. (Month/Day/Year) 5. Transaction Code (Instr. 8) 4. Securities or Dispose (Instr. 3, 4 to Deemed Execution Date, if any. (Month/Day/Year) 5. Transaction Code (Instr. 8) 4. Securities or Dispose (Instr. 3, 4 to Deemed Execution Date, if any. (Month/Day/Year) 5. Transaction Code (Instr. 8) 4. Securities or Dispose (Instr. 3, 4 to Deemed Execution Date, if any. (Month/Day/Year) 5. Transaction Code (Instr. 8) 4. Securities or Dispose (Instr. 3, 4 to Deemed Execution Date, if any. (Month/Day/Year) 5. Transaction Code (Instr. 8) 4. Securities or Dispose (Instr. 8) 5. Transaction Code (Instr. 8) 5.	itle of Security 2. Transaction Date (Month/Day/Year) 2a. Deemed Execution Date, if any. (Month/Day/Year) 3. Transaction Code (Instr. 8) 4. Securities Acquire or Disposed of (D) (Instr. 3, 4 and 5) Code V Amount (D) common Stock, at value \$.01 er share 1/2/03 F(1) 1,883 D	ide of Security 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) Code V Amount (D) Price ommon Stock, revalue \$0.01 re share 1/2/03 F(1) 1,883 D \$28.22	tide of Security 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. Code V Amount (D) Price common Stock, or value \$.01 rs hare 1.22/03 F(1) 1.883 D \$28.22	tile of Security 2. Transaction Date (Month/Day/Year) 2a. Deemed Execution Date, if any. (Month/Day/Year) 2. Transaction Code (Instr. 8) 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Securities (Instr. 3 and 4) 5. Amount of Securities (Instr. 3 and 4) 5. Transaction Code V Amount (D) Price 5. Amount of Securities (Instr. 3 and 4) 5. Amount of Securities (Instr. 3 and 4) 5. Transaction Code (Instr. 3 and 4) 5. Transaction Code (Instr. 3, 4 and 5) 5. Amount of Securities (Instr. 3 and 4) 5. Transaction Code (Instr. 3, 4 and 5) 5. Amount of Securities (Instr. 3 and 4) 5. Transaction Code (Instr. 3, 4 and 5) 5. Amount of Securities (Instr. 3 and 4) 5. Transaction Code (Instr. 3, 4 and 5) 5. Amount of Securities (Instr. 3 and 4) 5. Transaction Code (Instr. 3, 4 and 5) 5. Transaction Code (Instr.	ide of Security 2. Transaction Date (Month/Day/Year) 2a. Decemed Execution Date if any. (Month/Day/Year) 2 a. Decemed Execution Date if any. (Month/Day/Year) 2 a. Decemed Execution Date if any. (Month/Day/Year) 2 a. Decemed Execution Date if any. (Month/Day/Year) 3 a. Transaction Code (Instr. 3, 4 and 5) 3 b. Sending Exported Transactions(s) (Instr. 3 and 4) 4 a. December 2 a.	title of Security 2. Transaction Date (Amonth/Day/Year) 2. Deemed Execution Date, if any. (Month/Day/Year) 2. Transaction Date (Instr. 8) 3. Transaction Code (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following Reported Transactions(5) (Instr. 3 and 4) 5. Transactions(6) (Instr. 3 and 4) 5. Transactions(6) (Instr. 3 and 4) 5. Transactions(6) (Instr. 3) 5. Amount of Securities Beneficially Owned Following Reported Transactions(6) (Instr. 3 and 4) 5. Transactions(6) (Instr. 3				

$\begin{tabular}{ll} \textbf{Table II} $--$ Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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 5. Number of Acquired (Instr. 8) (Instr. 3, 4)		Number of Derivative S Acquired (A) or Dispos (Instr. 3, 4 and 5)	securities ed of (D)	
									Code	v		(A)	(D)
						Pa	ge 3						

Date Exercisable and Expiration Date (Month/Day/Year)	7.	Title and Amount of Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11.	Nature of Indirect Beneficial Ownershi (Instr. 4)
Date Expiration Exercisable Date	n	Amount Number Title Shares								(Inst.: 4)
lanation of Response	s:									
ransaction resulting fr	om tax	x withholding in co	nnecti	on with vesti	ng of	restricted stock.				
		/s/ R	oss Ki	rk		1/	2/03			
		**Signature of	Repo	ting Person			Date			

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