

BOSTON PROPERTIES INC
 Form 4
 February 08, 2007

FORM 4

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

OMB APPROVAL

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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 *
ZUCKERMAN MORTIMER B

2. Issuer Name and Ticker or Trading Symbol
BOSTON PROPERTIES INC [BXP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
 (Month/Day/Year)
02/07/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman of the Board

C/O BOSTON PROPERTIES, INC., 111 HUNTINGTON AVENUE

(Street)

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

BOSTON, MA 02199

(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 Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock, par value \$.01	02/07/2007		S	3,800	D	\$ 130.53	2,155,348 D
Common Stock, par value \$.01	02/07/2007		S	3,499	D	\$ 130.52	2,151,849 D
Common Stock, par value \$.01	02/07/2007		S	1,500	D	\$ 130.515	2,150,349 D
Common Stock, par value \$.01	02/07/2007		S	5,801	D	\$ 130.51	2,144,548 D

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Stock, par value \$.01							
Common Stock, par value \$.01	02/07/2007	S	1,600	D	\$ 130.5072	2,142,948	D
Common Stock, par value \$.01	02/07/2007	S	21,261	D	\$ 130.5	2,121,687	D
Common Stock, par value \$.01	02/07/2007	S	839	D	\$ 130.49	2,120,848	D
Common Stock, par value \$.01	02/07/2007	S	1,500	D	\$ 130.47	2,119,348	D
Common Stock, par value \$.01	02/07/2007	S	1,200	D	\$ 130.4678	2,118,148	D
Common Stock, par value \$.01	02/07/2007	S	1,400	D	\$ 130.45	2,116,748	D
Common Stock, par value \$.01	02/07/2007	S	5,000	D	\$ 130.44	2,111,748	D
Common Stock, par value \$.01	02/07/2007	S	2,200	D	\$ 130.43	2,109,548	D
Common Stock, par value \$.01	02/07/2007	S	2,000	D	\$ 130.421	2,107,548	D
Common Stock, par value \$.01	02/07/2007	S	4,200	D	\$ 130.41	2,103,348	D
Common Stock, par value \$.01	02/07/2007	S	100	D	\$ 130.4	2,103,248	D
Common Stock, par value \$.01	02/07/2007	S	800	D	\$ 130.3668	2,102,448	D
Common Stock, par value \$.01	02/07/2007	S	800	D	\$ 130.36	2,101,648	D
Common Stock, par value \$.01	02/07/2007	S	5,001	D	\$ 130.35	2,096,647	D

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Common Stock, par value \$.01	02/07/2007	S	100	D	\$ 130.34	2,096,547	D
Common Stock, par value \$.01	02/07/2007	S	4,384	D	\$ 130.33	2,092,163	D
Common Stock, par value \$.01	02/07/2007	S	16	D	\$ 130.32	2,092,147	D
Common Stock, par value \$.01	02/07/2007	S	2,200	D	\$ 130.3181	2,089,947	D
Common Stock, par value \$.01	02/07/2007	S	4,100	D	\$ 130.31	2,085,847	D
Common Stock, par value \$.01	02/07/2007	S	1,300	D	\$ 130.3	2,084,547	D
Common Stock, par value \$.01	02/07/2007	S	400	D	\$ 130.25	2,084,147	D
Common Stock, par value \$.01	02/07/2007	S	3,901	D	\$ 130.21	2,080,246	D
Common Stock, par value \$.01	02/07/2007	S	900	D	\$ 130.2	2,079,346	D
Common Stock, par value \$.01	02/07/2007	S	1,100	D	\$ 130.194	2,078,246	D
Common Stock, par value \$.01	02/07/2007	S	900	D	\$ 130.19	2,077,346	D
Common Stock, par value \$.01	02/07/2007	S	1,398	D	\$ 130.18	2,075,948	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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZUCKERMAN MORTIMER B C/O BOSTON PROPERTIES, INC. 111 HUNTINGTON AVENUE BOSTON, MA 02199	X		Chairman of the Board	

Signatures

Kelli A. DiLuglio, As attorney-in-Fact 02/08/2007

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).

Remarks:

This is the third of six Form 4's the Reporting Person filed on February 8, 2007.

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

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