

FIRST INDUSTRIAL REALTY TRUST INC
 Form 424B3
 April 27, 2004

Filed pursuant to Rule 424(b) (3)
 Registration Statement No. 333-21887

PROSPECTUS SUPPLEMENT NO. 3
 (to prospectus dated February 6, 1998)

3,471,356 SHARES
 FIRST INDUSTRIAL REALTY TRUST, INC.
 COMMON STOCK

This prospectus supplement supplements information contained in the "Selling Stockholders" section of the prospectus dated February 6, 1998 relating to the potential offer and sale from time to time of up to 3,471,356 shares of common stock of First Industrial Realty Trust, Inc. by the selling stockholders. This prospectus supplement is not complete without, and may not be delivered or used except in connection with, the prospectus dated February 6, 1998, including any supplements or amendments to such prospectus.

The table below reflects the following transactions:

o The transfer by Reger Investment Fund Ltd., which is no longer a Selling Stockholder, of 22,556 units to RP Investments LLC.

o The transfer by the Estate of Dorothy Sollar, which is no longer a Selling Stockholder, of 307 units to Arnold R. Sollar, Trustee for the Dorothy Sollar Residuary Trust.

o The transfer by Alvin and Helen Brown (joint tenants), who are no longer Selling Stockholders, of 307 units to Helen Brown.

| Name ----- | Number of shares and units owned before the offering ----- | Number of shares offered hereby ----- |
|---|--|---|
| RP Investments LLC | 22,556 | 22,556 |
| Arnold R. Sollar, Trustee for the Dorothy Sollar Residuary Trust | 307 | 307 |
| Helen Brown | 307 | 307 |

The date of this prospectus supplement is April 27, 2004.