BOSTON P Form 4 February 07	ROPERTIES INC , 2007								
FORM	ΠΔ						OMB AF	PROVAL	
-	UNITED STATE	S SECURITIES . Washingtor			ANGE C	OMMISSION	OMB Number:	3235-0287	
Check th if no lon	gar	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							
subject t Section Form 4 o Form 5 obligatio	6. 16. Filed pursuant to								
may con <i>See</i> Instr 1(b).	unue. 20/h) of the Investmen	•	-	•		ſ		
(Print or Type	Responses)								
	Address of Reporting Person <u>*</u> N PETER D	2. Issuer Name an Symbol			c .	5. Relationship of I Issuer	Reporting Pers	on(s) to	
(I+)		BOSTON PRO			DAP	(Check	k all applicable)		
	(First) (Middle) ON PROPERTIES, 901 K AVENUE, NW	(Month/Day/Year) 02/05/2007	007 <u></u>					title 10% Owner below) • Vice President	
	(Street)	4. If Amendment, E Filed(Month/Day/Ye	nth/Day/Year) Ap				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
WASHING	TON, DC 20001					Person	ore than One Re	porung	
(City)	(State) (Zip)	Table I - Non-	Derivative	e Secu	rities Acq	uired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	any		4. Securi or(A) or Di (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
		Code V	Amount		Price	(Instr. 3 and 4)			
Common Stock, par value \$.01	02/05/2007	М	9,298	А	\$ 37.45 (1)	40,105.9712	D		
Common Stock, par value \$.01	02/05/2007	М	5,052	А	\$ 34.65 (2)	45,157.9712	D		
Common Stock, par value \$.01	02/05/2007	S	300	D	\$ 127.09	44,857.9712	D		
Common Stock, par	02/05/2007	S	100	D	\$ 127.08	44,757.9712	D		

value \$.01

Common Stock, par value \$.01	02/05/2007	S	200	D	\$ 127.07	44,557.9712	D
Common Stock, par value \$.01	02/05/2007	S	100	D	\$ 127.04	44,457.9712	D
Common Stock, par value \$.01	02/05/2007	S	900	D	\$ 127.03	43,557.9712	D
Common Stock, par value \$.01	02/05/2007	S	300	D	\$ 127.02	43,257.9712	D
Common Stock, par value \$.01	02/05/2007	S	300	D	\$ 127.01	42,957.9712	D
Common Stock, par value \$.01	02/05/2007	S	800	D	\$ 127	42,157.9712	D
Common Stock, par value \$.01	02/05/2007	S	210	D	\$ 126.99	41,947.9712	D
Common Stock, par value \$.01	02/05/2007	S	2,600	D	\$ 126.98	39,347.9712	D
Common Stock, par value \$.01	02/05/2007	S	400	D	\$ 126.96	38,947.9712	D
Common Stock, par value \$.01	02/05/2007	S	600	D	\$ 126.95	38,347.9712	D
Common Stock, par value \$.01	02/05/2007	S	600	D	\$ 126.94	37,747.9712	D
Common Stock, par value \$.01	02/05/2007	S	600	D	\$ 126.93	37,147.9712	D
Common Stock, par value \$.01	02/05/2007	S	625	D	\$ 126.92	36,522.9712	D
Common Stock, par value \$.01	02/05/2007	S	1,900	D	\$ 126.91	34,622.9712	D

Common Stock, par value \$.01	02/05/2007	S	150	D	\$ 126.9 34,472.9712 D	
Common Stock, par value \$.01	02/05/2007	S	3,100	D	\$ 31,372.9712 D	
Common Stock, par value \$.01	02/05/2007	S	500	D	\$ 30,872.9712 D	
Common Stock, par value \$.01	02/05/2007	S	300	D	\$ 30,572.9712 D	
Common Stock, par value \$.01	02/05/2007	S	800	D	\$ 29,772.9712 D	
Common Stock, par value \$.01	02/05/2007	S	300	D	\$ 29,472.9712 D	
Common Stock, par value \$.01	02/05/2007	S	200	D	\$ 29,272.9712 D	
Common Stock, par value \$.01	02/05/2007	S	400	D	\$ 28,872.9712 D	
Common Stock, par value \$.01	02/05/2007	S	200	D	\$ 28,672.9712 D	
Common Stock, par value \$.01	02/05/2007	S	300	D	\$126.8 28,372.9712 D	
Common Stock, par value \$.01	02/05/2007	S	24	D	\$ 126.79 28,348.9712 D	

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

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 control number.

SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of 8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities I
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	(A) or Dispos (D)	Disposed of (D) (Instr. 3, 4,				
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 37.45 (1)	02/05/2007		М	ç	9,298	<u>(3)</u>	01/18/2011	Common Stock	9,298
Employee Stock Option (right to buy)	\$ 34.65 (2)	02/05/2007		М	5	5,052	<u>(4)</u>	01/17/2012	Common Stock	5,052

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting o the runner runness	Director	10% Owner	Officer	Other			
JOHNSTON PETER D C/O BOSTON PROPERTIES 901 NEW YORK AVENUE, NW WASHINGTON, DC 20001			Senior Vice President				
Signatures							
/s/ Kelli A. DiLuglio, as Attorney-in-Fact		02/07/2007	,				

<u>**</u>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).

In January 2007, the issuer paid a special dividend of \$5.40 per share of common stock to all stockholders of record as of the close of business on December 29, 2006. In connection with this special dividend, the issuer's Board of Directors adjusted all options that were awarded, but not exercised, prior to the ex-dividend date for the special dividend to account for the effect of the special dividend. The

- (1) number of shares subject to each such option was increased and the exercise price correspondingly decreased such that each option had the same fair value to the holder before and after giving effect to the payment of the special dividend. Pursuant to this adjustment the number of shares underlying Mr. Johnston's options increased by 444 from 8,854 to 9,289 and the per share exercise price was correspondingly decreased.
- (2) Pursuant to the adjustment described in Footnote 1, the number of shares underlying the options increased by 1,198 from 23,854 to 25,052 and the per share exercise price was correspondingly decreased.
- (3) The options vested in three equal annual installments beginning on January 18, 2002.

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(4) The options vested in three equal annual installments beginning on January 17, 2003.

Remarks:

This is the first of two Form 4's filed by the Reporting Person on February 7, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.