

PRENTISS PROPERTIES TRUST/MD  
Form 8-K  
August 14, 2003

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**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

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**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Date of report (Date of earliest event reported):**

**August 13, 2003**

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**Prentiss Properties Trust**

(Exact Name of Registrant as Specified in Charter)

**Maryland**  
(State or Other Jurisdiction  
  
of Incorporation)

**1-14516**  
(Commission  
  
File Number)

**75-2661588**  
(IRS Employer  
  
Identification No.)

**3890 W. Northwest Hwy., Suite 400**

**Dallas, Texas 75220**

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(Address and Zip Code of Principal Executive Offices)

(214) 654-0886

(Registrant's telephone number, including area code)

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**Item 7. Financial Statements and Exhibits.**

(a) Financial Statements of business acquired.

None.

(b) Pro Forma Financial Information.

None.

(c) Exhibits.

The following exhibit is filed herewith:

**Exhibit  
Number**

**Exhibit**

99.1	Fifth Amendment to the Third Amended and Restated Agreement of Limited Partnership of Prentiss Properties Acquisition Partners, L.P.
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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PRENTISS PROPERTIES TRUST

Date: August 13, 2003

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By:

*/s/ Gregory S. Imhoff*

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Gregory S. Imhoff

Senior Vice President and Secretary

**EXHIBIT INDEX**

<b><u>Exhibit Number</u></b>	<b><u>Exhibit</u></b>
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\*Filed herewith.