

FIRST INDUSTRIAL REALTY TRUST INC  
Form 424B3  
August 22, 2006

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

**PROSPECTUS SUPPLEMENT NO. 5**  
(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:

- The transfer from Ruth Holder, who is no longer a Selling Stockholder, of 2,612 units to the Estate of Ruth A. Holder.

<u>Name</u>	Number of shares and units owned <u>before the offering</u>	Number of shares <u>offered hereby</u>
Estate of Ruth A. Holder	2,612	2,612

The date of this prospectus supplement is August 21, 2006.