FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL										
OMB Number:	3235-0287									
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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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* DALEY WILLIAM M						2. Issuer Name and Ticker or Trading Symbol BOSTON PROPERTIES INC [BXP]									ationship callappl Direct	icable)	g Per	rson(s) to Iss		
JPMORGAN CHASE						3. Date of Earliest Transaction (Month/Day/Year) 05/18/2005									Office below	r (give title		Other (sbelow)	specify	
ONE BANK ONE PLAZA					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) CHICAGO IL 60670		50670												X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(St	tate) ((Zip)																	
		Tabl	le I - Non-l	Deriva	ative	Sec	uritie	s A	cquired,	Dis	posed	of, or Be	nefici	ally	Owne	d				
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da						ar) E	A. Deer xecution any Month/D	n Date	Code (Transaction Disposed Of (D) (Instr. 3, 4)				4 and Securi Benefi Owned		ties Fo cially (D I Following (I)		n: Direct	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	t (A) (D)	or Pric	е	Reporte Transac (Instr. 3	ction(s)			(Instr. 4)	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
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)	ate, Ti	4. Transactio Code (Inst				6. Date Exercisable an Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		Der Sed (Ins	Price of rivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)	
				c	Code	>	(A)	(D)	Date Exercisabl		kpiration ate	Title	Amoun or Number of Shares	r						
LTIP Units	(1)	05/18/2005			Α		560		(1)(2)		(1)	Common Stock	560		\$0.25	560		D		

Explanation of Responses:

2. LTIP Units vest in two equal annual installments beginning on the first anniversary of the date of grant.

Remarks:

/s/ Kelli A. DiLuglio, as Attorney-in-Fact 05/19/2005

** Signature of Reporting Person Date

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

- * 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).

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

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 Number.

^{1.} Represents units of limited partnership interest in Boston Properties Limited Partnership (BPLP), of which the Issuer is the general partner, issued as long term incetive compensation pursant to the Issuer's equity based compensatory programs. Conditioned upon minimum allocations to the capital accounts of the LTIP Units for federal income tax purposes, each LTIP Unit may be converted, at the election of the holder, into a Common Unit of limited partnership interest of BPLP. Each Common Unit acquired upon conversion of an LTIP Unit may be redeemed, at the election of the holder, for cash equal to the then fair market value of a share of the Issuer's Common Stock, except that the Issuer may, at its election as directed by BPLP, acquire a Common Unit presented for redemption for one share of Common Stock.