



Boston Properties Limited Partnership
\$850,000,000 4.125% Senior Notes due 2021

Issuer:	Boston Properties Limited Partnership
Type:	SEC Registered
Size:	\$850,000,000
Maturity:	May 15, 2021
Coupon (Interest Rate):	4.125%
Benchmark Treasury:	2.625% due August 15, 2020
Benchmark Treasury Price / Yield:	100-17; 2.563%
Spread to Benchmark Treasury:	1.650% (165 basis points)
Yield to Maturity:	4.213% per year
Expected Ratings* (Moody's / Standard & Poor's / Fitch Ratings):	Baa2 (stable) / A- (negative) / BBB (stable)
Interest Payment Dates:	May 15 and November 15, commencing May 15, 2011
Day Count Convention:	30 / 360
Redemption Provision:	Make-whole call at any time based on U.S. Treasury plus 30 basis points or at par on or after 90 days prior to May 15, 2021
Initial Price to Public:	99.260% plus accrued interest if settlement occurs after November 18, 2010
Settlement Date:	T+7; November 18, 2010
Denominations:	\$1,000 x \$1,000
CUSIP / ISIN:	10112R AS3 / US10112RAS31
Joint Book-Running Managers:	Citigroup Global Markets Inc. Deutsche Bank Securities Inc. J.P. Morgan Securities LLC Morgan Stanley & Co. Incorporated U.S. Bancorp Investments, Inc. Wells Fargo Securities, LLC
Co-Managers:	BNY Mellon Capital Markets, LLC Capital One Southcoast, Inc. Commerz Markets LLC Mitsubishi UFJ Securities (USA), Inc. PNC Capital Markets LLC RBS Securities Inc. Scotia Capital (USA) Inc. SunTrust Robinson Humphrey, Inc. TD Securities (USA) LLC

*Ratings may be changed, suspended or withdrawn at any time and are not a recommendation to buy, hold or sell any security.

The issuer has filed a registration statement (including a prospectus and a preliminary prospectus supplement) with the Securities and Exchange Commission for the offering to which this communication relates. Before you invest, you should read the prospectus and the preliminary prospectus supplement in that registration statement and other documents the issuer has filed with the Securities and Exchange Commission for more complete information about the issuer and this offering. You may get these documents for free by

visiting EDGAR on the Securities and Exchange Commission's website at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus and preliminary prospectus supplement if you request it by calling Citigroup Global Markets Inc. toll-free at 1-877-858-5407, Deutsche Bank Securities Inc. toll-free at 1-800-503-4611, J.P. Morgan Securities LLC collect at 1-212-834-4533, or Morgan Stanley & Co. Incorporated toll-free at 1-866-718-1649.

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