

NORVILLE E MITCHELL

Form 4

November 29, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
NORVILLE E MITCHELL

(Last) (First) (Middle)

C/O BOSTON PROPERTIES,
INC., 111 HUNTINGTON
AVENUE

(Street)

BOSTON, MA 02199

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

BOSTON PROPERTIES INC [BXP]

3. Date of Earliest Transaction
(Month/Day/Year)

11/27/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)

EVP for Operations

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$.01 par value	11/27/2006		S		100	D	\$ 116.73
Common Stock, \$.01 par value	11/27/2006		S		400	D	\$ 116.67
Common Stock, \$.01 par value	11/27/2006		S		400	D	\$ 116.6
Common Stock, \$.01 par value	11/27/2006		S		100	D	\$

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Stock, \$.01 par value					116.59		
Common Stock, \$.01 11/27/2006 par value	S	300	D	\$ 116.58	77,738.8886	D	
Common Stock, \$.01 11/27/2006 par value	S	700	D	\$ 116.57	77,038.8886	D	
Common Stock, \$.01 11/27/2006 par value	S	200	D	\$ 116.56	76,838.8886	D	
Common Stock, \$.01 11/27/2006 par value	S	500	D	\$ 116.55	76,338.8886	D	
Common Stock, \$.01 11/27/2006 par value	S	300	D	\$ 116.54	76,038.8886	D	
Common Stock, \$.01 11/27/2006 par value	S	300	D	\$ 116.53	75,738.8886	D	
Common Stock, \$.01 11/27/2006 par value	S	200	D	\$ 116.52	75,538.8886	D	
Common Stock, \$.01 11/27/2006 par value	S	400	D	\$ 116.51	75,138.8886	D	
Common Stock, \$.01 11/27/2006 par value	S	1,100	D	\$ 116.5	74,038.8886	D	
Common Stock, \$.01 11/27/2006 par value	S	200	D	\$ 116.49	73,838.8886	D	
Common Stock, \$.01 11/27/2006 par value	S	800	D	\$ 116.47	73,038.8886	D	
Common Stock, \$.01 11/27/2006 par value	S	1,000	D	\$ 116.46	72,038.8886	D	
Common Stock, \$.01 11/27/2006 par value	S	700	D	\$ 116.45	71,338.8886	D	
Common Stock, \$.01 11/27/2006 par value	S	500	D	\$ 116.44	70,838.8886	D	

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Common Stock, \$.01 par value	11/27/2006	S	2,400	D	\$ 116.43	68,438.8886	D
Common Stock, \$.01 par value	11/27/2006	S	700	D	\$ 116.42	67,738.8886	D
Common Stock, \$.01 par value	11/27/2006	S	600	D	\$ 116.41	67,138.8886	D
Common Stock, \$.01 par value	11/27/2006	S	1,500	D	\$ 116.4	65,638.8886	D
Common Stock, \$.01 par value	11/27/2006	S	3,400	D	\$ 116.39	62,238.8886	D
Common Stock, \$.01 par value	11/27/2006	S	100	D	\$ 116.38	62,138.8886	D
Common Stock, \$.01 par value	11/27/2006	S	3,300	D	\$ 116.36	58,838.8886	D
Common Stock, \$.01 par value	11/27/2006	S	200	D	\$ 116.35	58,638.8886	D
Common Stock, \$.01 par value	11/27/2006	S	800	D	\$ 116.34	57,838.8886	D
Common Stock, \$.01 par value	11/27/2006	S	1,400	D	\$ 116.33	56,438.8886	D
Common Stock, \$.01 par value	11/27/2006	S	1,400	D	\$ 116.32	55,038.8886	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.

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(9-02)

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Number of Derivative Securities
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Securities (Instr. 3 and 4)	(Instr. 5)	Bene Own Follo Repo Trans (Instr
Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
NORVILLE E MITCHELL C/O BOSTON PROPERTIES, INC. 111 HUNTINGTON AVENUE BOSTON, MA 02199	EVP for Operations

Signatures

/s/ Kelli A. DiLuglio as
Attorney-in-Fact
11/29/2006
____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).

Remarks:

This is the second of four Form 4's filed by the Reporting Person on November 29, 2006.

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