
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

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 9, 2006

MACK-CALI REALTY CORPORATION
(Exact Name of Registrant as Specified in Charter)

Maryland
(State or Other Jurisdiction
of Incorporation)

1-13274
(Commission File Number)

22-3305147
(IRS Employer
Identification No.)

11 Commerce Drive, Cranford, New Jersey, 07016
(Address of Principal Executive Offices) (Zip Code)

(908) 272-8000
(Registrant's telephone number, including area code)

MACK-CALI REALTY, L.P.
(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

333-57103
(Commission File Number)

22-3315804
(IRS Employer
Identification No.)

11 Commerce Drive, Cranford, New Jersey, 07016
(Address of Principal Executive Offices) (Zip Code)

(908) 272-8000
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01 Entry Into A Material Definitive Agreement.

On August 9, 2006, the Board of Directors of Mack-Cali Realty Corporation (the "General Partner"), the general partner of Mack-Cali Realty, L.P. (the "Operating Partnership"), authorized and approved an Agreement of Sale and Purchase (the "Agreement") by and between the Operating Partnership and Westcore Properties, LLC ("Westcore"). The Agreement provides for the sale to Westcore of the Operating Partnership's property and land portfolio in the State of Colorado consisting of 19 office buildings totaling approximately 1.4 million square feet, 7.1 acres of vacant land, and 1.6 acres of land dedicated to a parking facility (collectively, the "Colorado Portfolio"). The Colorado Portfolio is being sold to Westcore for aggregate purchase consideration of approximately \$195.3 million in cash.

The Agreement is subject to numerous customary undertakings, covenants, obligations and conditions, including a purchaser's due diligence period which expires on September 6, 2006 (the "Due Diligence Period").

Concurrently with its execution of the Agreement, Westcore deposited \$1 million with an escrow agent, which deposit is refundable if Westcore terminates the Agreement for any reason prior to the expiration of the Due Diligence Period. If Westcore does not terminate the Agreement prior to the expiration of the Due Diligence Period, it is required to deposit an additional \$4 million with the escrow agent. The sale of the Colorado Portfolio is expected to close on or about September 30, 2006.

The General Partner announced entry into the Agreement on August 15, 2006. A copy of the General Partner's press release is filed herewith as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release of Mack-Cali Realty Corporation dated August 15, 2006.

SIGNATURES

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

MACK-CALI REALTY CORPORATION

Dated: August 14, 2006

By: /s/ ROGER W. THOMAS
Roger W. Thomas
Executive Vice President, General Counsel
And Secretary

MACK-CALI REALTY, L.P.

Dated: August 14, 2006

By: Mack-Cali Realty Corporation,
its general partner

By: /s/ ROGER W. THOMAS
Roger W. Thomas
Executive Vice President, General Counsel
And Secretary

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
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MACK – CALI REALTY CORPORATION

NEWS RELEASE

For Immediate Release

Contacts: Barry Lefkowitz
Executive Vice President
and Chief Financial Officer
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Vice President, Marketing and
Public Relations
(908) 272-8000

Rick Matthews
Executive Vice President
Rubenstein Associates
(212) 843-8267

MACK-CALI ENTERS AGREEMENT TO SELL COLORADO PORTFOLIO

Cranford, New Jersey—August 15, 2006—Mack-Cali Realty Corporation (NYSE: CLI) today announced that it has signed a contract to sell its entire property and land portfolio in suburban Denver and Colorado Springs.

The portfolio, which consists of 19 office buildings totaling approximately 1.4 million square feet, plus 7.1 acres of vacant land and 1.6 acres of land dedicated to a parking facility, is being sold to Westcore Properties, LLC, for approximately \$195.3 million. Westcore Properties, LLC, is a private commercial real estate firm based in San Diego. The transaction is expected to close near the end of the third quarter.

Mitchell E. Hersh, Mack-Cali president and chief executive officer, commented, “With this transaction, we are executing our strategic plan to realign our property portfolio and focus more on growth opportunities in our core Northeast markets. With our recent success in leasing up this portfolio to 96 percent, and along with the positive trends we’ve been seeing in the Denver office market overall, we determined that the time was right for this sale.”

Mack-Cali Realty Corporation is a fully-integrated, self-administered, self-managed real estate investment trust (REIT) providing management, leasing, development, construction and other tenant-related services for its class A real estate portfolio. Mack-Cali currently owns or has interests in 320 properties, primarily office and office/flex buildings located in the Northeast, totaling approximately 35.9 million square feet. The properties enable the Company to provide a full complement of real estate opportunities to its diverse base of approximately 2,600 tenants.

Additional information on Mack-Cali Realty Corporation is available on the Company’s Web site at www.mack-cali.com.

Statements made in this press release may be forward-looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements can be identified by the use of words such as “may,” “will,” “plan,” “should,” “expect,” “anticipate,” “estimate,” “continue,” or comparable terminology. Such forward-looking statements are inherently subject to certain risks, trends and uncertainties, many of which the Company cannot predict with accuracy and some of which the Company might not even anticipate, and involve factors that may cause actual results to differ materially from those projected or suggested. Readers are cautioned not to place undue reliance on these forward-looking statements and are advised to consider the factors listed above together with the additional factors under the headings “Disclosure Regarding Forward-Looking Statements” and “Risk Factors” in the Company’s Annual Reports on Form 10-K. The Company assumes no obligation to update or supplement forward-looking statements that become untrue because of subsequent events, new information or otherwise.

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