| FORM | 4 |
|------|---|
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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).     |

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

| (Print or Type Responses)                                      |  | -  |                    |          |   |  |   |  |  |                               |
|--|--|--|--------------------|----------|---|--|---|--|--|-------------------------------|
| 1. Name and Address of Reporting I<br>MACK DAVID S             | 2. Issuer Name<br>MACK CALI                          |  |                    | 0.       |   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>X Director 10% Owner |   |  |  |                               |
| (Last) (First)<br>C/O MACK-CALI REALTY<br>CORPORATION, 11 COMM | 3. Date of Earlies<br>06/07/2006                     | st Transacti   | ion (1             | Month/Da | y/Year  | Officer (give title below)   | Other (spec   | ify below)   |  |                               |
| (Street)<br>CRANFORD, NJ 07016                                 | 4. If Amendment, Date Original Filed(Month/Day/Year) |  |                    |          |   |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br>_X_Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |  |  |                               |
| (City) (State)   | (Zip)  | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |                    |          |   |  |   |  |  |                               |
| 1.Title of Security<br>(Instr. 3)                              | Date<br>(Month/Day/Year)                             | 2A. Deemed<br>Execution Date, if<br>any  | Code<br>(Instr. 8) |          | (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |  |   | 5. Amount of Securities<br>Beneficially Owned Following<br>Reported Transaction(s) |  | Beneficial                    |
|  |  | (Month/Day/Year)   | Code               | V        | Amount  | (A)<br>or<br>(D)   | Price   | (Instr. 3 and 4)   | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | Ownership<br>(Instr. 4)       |
| Common Stock   | 06/07/2006   |  | S                  |          | 2,500   | D  | \$<br>45.35   | 15,000 <del>(1)</del>  | Ι  | By<br>Charitable<br>Foundatio |
| Common Stock   | 06/07/2006   |  | S                  |          | 2,500   | D  | \$<br>45.7  | 12,500 (1)   | Ι  | By<br>Charitable<br>Foundatio |

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.

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

|             | (e.g., puts, calls, warrants, options, convertible securities) |                  |                    |             |      |          |              |            |        |         |             |                |             |             |
|-------------|--|------------------|--------------------|-------------|------|----------|--------------|------------|--------|---------|-------------|----------------|-------------|-------------|
| 1. Title of | 2.   | 3. Transaction   | 3A. Deemed         | 4.          | 5.   |          | 6. Date Exer | cisable    | 7. Tit | le and  | 8. Price of | 9. Number of   | 10.         | 11. Nature  |
| Derivative  | Conversion   | Date             | Execution Date, if | Transaction | n Nu | mber     | and Expirati | on Date    | Amou   | unt of  | Derivative  | Derivative     | Ownership   | of Indirect |
| Security    | or Exercise  | (Month/Day/Year) | any                | Code        | of   |          | (Month/Day   | /Year)     | Unde   | rlying  | Security    | Securities     | Form of     | Beneficial  |
| (Instr. 3)  | Price of   |                  | (Month/Day/Year)   | (Instr. 8)  | De   | rivative |              |            | Secur  | rities  | (Instr. 5)  | Beneficially   | Derivative  | Ownership   |
|             | Derivative   |                  |                    |             | Sec  | curities |              |            | (Instr | : 3 and |             | Owned          | Security:   | (Instr. 4)  |
|             | Security   |                  |                    |             | Ac   | quired   |              |            | 4)     |         |             | Following      | Direct (D)  |             |
|             |  |                  |                    |             | (A)  | ) or     |              |            |        |         |             | Reported       | or Indirect |             |
|             |  |                  |                    |             | Dis  | sposed   |              |            |        |         |             | Transaction(s) | (I)         |             |
|             |  |                  |                    |             | of   | (D)      |              |            |        |         |             | (Instr. 4)     | (Instr. 4)  |             |
|             |  |                  |                    |             |      | str. 3,  |              |            |        |         |             |                |             |             |
|             |  |                  |                    | 4, and 5)   |      |          |              |            |        |         |             |                |             |             |
|             |  |                  |                    |             |      |          |              |            |        | Amount  |             |                |             |             |
|             |  |                  |                    |             |      |          | Dete         | E          |        | or      |             |                |             |             |
|             |  |                  |                    |             |      |          |              | Expiration | Title  | Number  |             |                |             |             |
|             |  |                  |                    |             |      |          | Exercisable  | Date       |        | of      |             |                |             |             |
|             |  |                  |                    | Code V      | (A   | ) (D)    |              |            |        | Shares  |             |                |             |             |

## **Reporting Owners**

|   | Relationships |              |         |       |  |  |  |
|---|---------------|--------------|---------|-------|--|--|--|
| Reporting Owner Name / Address  | Director      | 10%<br>Owner | Officer | Other |  |  |  |
| MACK DAVID S<br>C/O MACK-CALI REALTY CORPORATION<br>11 COMMERCE DRIVE<br>CRANFORD, NJ 07016 | Х             |              |         |       |  |  |  |

### **Signatures**

06/13/2006 Date

\*\*Signature of Reporting Person

# **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).

Represents shares of Mack-Cali Realty Corporation (the "Corporation") common stock held by the David and Sondra Mack Foundation (the "Foundation"), a charitable foundation of which the reporting person is a trustee. Pursuant to Rule 13d-4 of the Securities Exchange Act of 1934, as amended, the reporting person disclaims beneficial

(1) foundation of which the reporting person is a trustee. Pursuant to Rule 13d-4 of the Securities Exchange Act of 1934, as amended, the reporting person disclaims beneficially ownership of the shares of common stock held by the Foundation. The ownership amounts reported exclude 1,200 shares of the Corporation's common stock directly beneficially owned by the reporting person.

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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