

PUBLIC STORAGE INC /CA  
Form FWP  
January 04, 2007

Issuer Free Writing Prospectus

Filed Pursuant To Rule 433

Registration Statement No. 333-136169

January 4, 2007

**PUBLIC STORAGE, INC.**

**DEPOSITARY SHARES**

**EACH REPRESENTING 1/1000 OF A SHARE OF**

**6.625% CUMULATIVE PREFERRED STOCK, SERIES M**

**Final Term Sheet**

**Issuer:** Public Storage, Inc. (PSA)

**Security:** Depositary Shares Each Representing 1/1000 Of A Share Of 6.625% Cumulative Preferred Stock, Series M

**Size:** 20,000,000 shares

**Over-allotment Option:** 0 shares at \$25.00 per share

**Type of Security:** SEC Registered - Registration Statement No. 333-136169

**Public Offering Price:** \$25.00 per share; \$500,000,000 total (not including over-allotment option)

**Underwriting**

**Discounts and Commissions:** \$0.7875 per share for Retail Orders; \$12,605,827.50 total; and \$0.500 per share for Institutional Orders; \$1,996,300.00 total;

**Proceeds to the**

**Company, before expenses:** \$485,397,872.50 total;

**Estimated Company Expenses:** \$200,000, other than underwriting discounts and commissions

**Bookrunners:** Merrill Lynch, Pierce, Fenner & Smith Incorporated, Citigroup Global Markets Inc., Morgan Stanley & Co. Incorporated and Wachovia Capital Markets, LLC

**Co-managers:** UBS Securities LLC, Banc of America Securities LLC, Credit Suisse Securities (USA) LLC, Raymond James & Associates, Inc., RBC Dain Rauscher Inc., Wells Fargo Securities, LLC.

**Underwriting:**

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	<b>Number of</b>
	<b>Firm Shares</b>
Merrill Lynch, Pierce, Fenner & Smith Incorporated	3,240,000
Citigroup Global Markets Inc.	3,240,000
Morgan Stanley & Co. Incorporated	3,240,000
Wachovia Capital Markets, LLC	3,240,000
UBS Securities LLC	3,240,000
Banc of America Securities LLC	400,000
Credit Suisse Securities (USA) LLC	400,000
Raymond James & Associates, Inc.	400,000
RBC Dain Rauscher Inc.	400,000
Wells Fargo Securities, LLC	400,000
Bear, Stearns & Co. Inc.	100,000
Charles Schwab & Co., Inc.	100,000
H&R Block Financial Advisors, Inc.	100,000
HSBC Securities (USA) Inc.	100,000
J.P. Morgan Securities Inc.	100,000
KeyBanc Capital Markets, a division of McDonald Investments Inc.	100,000
Oppenheimer & Co. Inc.	100,000
Piper Jaffray & Co.	100,000
Robert W. Baird & Co. Incorporated	100,000
TD Ameritrade, Inc.	100,000
B.C. Ziegler and Company	50,000
BB&T Capital Markets, a division of Scott & Stringfellow, Inc.	50,000
D.A. Davidson & Co.	50,000
Davenport & Company LLC	50,000
Ferris, Baker Watts, Incorporated	50,000
Guzman & Company	50,000
J.J.B. Hilliard, W.L. Lyons, Inc.	50,000
Janney Montgomery Scott LLC	50,000
Keefe, Bruyette & Woods, Inc.	50,000
Mesirow Financial, Inc.	50,000
Morgan Keegan & Company, Inc.	50,000
Pershing LLC	50,000
Ryan Beck & Co., Inc.	50,000
Sandler, O'Neill & Partners, L.P.	50,000
Wedbush Morgan Securities Inc.	50,000
William Blair & Company, L.L.C.	50,000

**Dividend Rights:** 6.625% of the liquidation preference per annum; Distributions begin on March 31, 2007

**Redemption:** The shares may not be redeemed until on or after January 9, 2012

**Settlement Date:** January 9, 2007 (T+3)

**Delivery Date:** January 9, 2007 (T+3)

**Selling Concession:** \$0.500/Share for Retail Orders; \$0.300/Share for Institutional Orders

**Reallowance to other dealers:** \$0.450/share

**CUSIP Number:** 74460D232

**ISIN Number:** US 74460D2320

**Use of Proceeds**

We estimate net proceeds from this offering of approximately \$485,197,872.50, after all anticipated issuance costs. We intend to use the net proceeds from this offering primarily to redeem our 7.625% Cumulative Preferred Stock, Series T and 7.625% Cumulative Preferred Stock, Series U. Additional amounts are expected to be used to make investments in self-storage facilities and in entities that own self-storage facilities

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and for other general corporate purposes, including repayment of a portion of the borrowings under our revolving credit facility and Credit Agreement.

Pending application of the net proceeds as described above, we expect to deposit the net proceeds of this offering in interest bearing accounts or invested in certificates of deposit, United States government obligations or other short-term, high-quality debt instruments selected at our discretion.

**The Issuer has filed a registration statement (including a prospectus with the SEC) for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling (i) Citigroup toll-free 1-877-858-5407, (ii) Merrill Lynch & Co. toll-free 1-866-500-5408, (iii) Morgan Stanley toll-free 1-866-718-1649, or (iv) Wachovia Securities toll-free 1-866-289-1262.**

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