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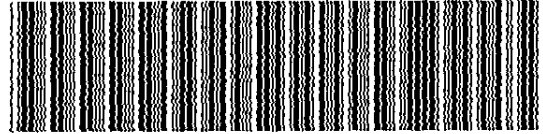
(Business Entity Name)

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ALLAHACSEE, FLORIDA  
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J. BRYAN AUG - 5 2003



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 0721000000032

REFERENCE : 194465 80770A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 5, 2003

ORDER TIME : 10:28 AM

ORDER NO. : 194465-005

CUSTOMER NO: 80770A

CUSTOMER: Dean Vegosen, Esq  
Boose, Casey, Ciklin, Lubitz,  
Martens, Mcbane & O'connell  
19th Floor  
515 North Flagler Drive  
West Palm Beach, FL 33401

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2003 AUG -5 PM 3:18  
OFFICE OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: UST XI DEARBORN, LTD.

EFFECTIVE DATE:

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: \_\_\_\_\_

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
UST XI DEARBORN, LTD.

FILE  
2003 AUG -5 PM 3:  
50-111-1111 CORPORATION  
TALLAHASSEE, FLORIDA

This Certificate of Limited Partnership is prepared and recorded pursuant to Chapter 620, Florida Statutes, and the undersigned swears to the following:

1. The name of the Partnership is UST XI DEARBORN, LTD.
2. The character of the business to be conducted by the Partnership is the acquisition and holding of a membership interest in and to Dearborn Center, L.L.C. and engaging in all general business activities related or incidental thereto as the General Partner deems necessary or appropriate, subject to any single or special purpose entity limitations that may be contained in the Agreement of Limited Partnership.
3. The address of the office of the Partnership is c/o Estein & Associates USA, Ltd., 5211 International Drive, Orlando, Florida 32819.
4. The mailing address of the Partnership is c/o Estein & Associates USA, Ltd., 5211 International Drive, Orlando, Florida 32819.
5. The mailing address of the sole General Partner is:

Name	Address
WELP Chicago, L.C. #L03000025299	c/o Estein & Associates USA, Ltd. 5211 International Drive Orlando, Florida 32819

6. The term for which the Partnership is to exist shall commence on the date hereof and shall continue until forty (40) years and six (6) months thereafter unless earlier terminated by disposition of all of the assets which the Partnership has acquired, or the dissolution or termination of the Partnership.
7. The Agent for Services of process of the Partnership is Dean Vegosen, an individual and resident of the State of

Florida, whose address is 515 North Flagler Drive, 18<sup>th</sup>  
Floor, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned has executed this  
Certificate this 1st day of August, 2003.

WELP CHICAGO, L.C., General  
Partner

By: Estein Management  
Corporation, Manager

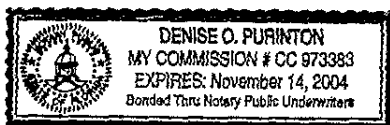
By: [Signature]  
Lothar Estein, President

STATE OF FLORIDA

COUNTY OF ORANGE

Before me, the undersigned authority, personally appeared  
LOTHAR ESTEIN, as President of Estein Management Corporation, the  
Manager of WELP Chicago, L.C., personally known to me to be the  
individual named in the foregoing instrument, and he acknowledged  
to and before me that he executed the same as such President of  
Estein Management Corporation as Manager of WELP Chicago, L.C.,  
duly authorized, and affixed thereto the corporate seal, for the  
purposes therein expressed.

WITNESS my hand and official seal in the State and County  
last aforesaid, this 1st day of August, 2003.



[Signature]  
DENISE O. PURINTON  
Printed Name  
Notary Public  
Commission No. CC 973383

My commission expires: 11/14/2004

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WELP CHICAGO, L.C.  
CORPORATIONS  
WILMINGHAM, ALABAMA, FLORIDA

STATE OF FLORIDA       )  
                              ) SS.  
COUNTY OF ORANGE     )

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

Before me, a Notary Public authorized to take acknowledgements in the State and County aforesaid, appeared LOTHAR ESTEIN, the President of Estein Management Corporation, the sole Manager of WELP Chicago, L.C., the sole General Partner of UST XI DEARBORN, LTD., a Florida limited partnership ("the Partnership"), who, upon being duly sworn, certified and stated as follows:

1. The total amount of capital contributions made by the Limited Partners to date is Ten Dollars (\$10.00).

See Schedule I attached hereto and made a part hereof.

Total capital contributions by Limited Partners: \$10.00

2. The maximum amount of additional capital contributions that will be anticipated to be contributed by the above-named Limited Partners in addition to the amount stated above is: \$0.00.

3. It is anticipated that there may be additional Limited Partners who will contribute up to a total of an additional \$136,199,990.00.

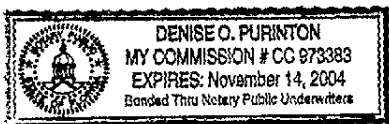
4. The amount of initial capital being contributed by the General Partner is \$4,000,000.00.

5. Under penalties of perjury, the undersigned acknowledges that he has read the foregoing and that the facts alleged are true to the best of his knowledge and belief.

IN WITNESS WHEREOF, the undersigned has executed this Affidavit the 1st day of August, 2003.

Lothar Estein  
Lothar Estein

Sworn to and subscribed before me this 1st day of AUGUST, 2003 by Lothar Estein, who is personally known to me.



Denise O. Purinton  
Notary Public, State of Florida

UST IX DEARBORN, LTD.

SCHEDULE I

Limited Partner  
Contribution

WELP Chicago, L.C.

\$ 10.00

TOTAL:

\$10.00

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CLERK OF SUPERIOR COURT  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for UST XI Dearborn, Ltd., a Florida Limited Partnership (the "Partnership"), I, on behalf of the Partnership, hereby agree to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of Registered Agent.

  
DEAN VEGOSEN

DATE: August 4, 2003

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