

Document Number Only

B98000000204

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 APR -3 PM 1:08

LaSalle Orlando Southwest, L.P.

100002478231--9

-04/03/98-01068-013
***1750.00 ***1750.00

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-04/06/98-01001-001
*****35.00 *****35.00

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|---|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability Co. | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input checked="" type="checkbox"/> Limited Partnership | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name Filing |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> CUS | |
| <input type="checkbox"/> Certified Copy | | |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name
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APR 03 1998

LP B35

Thanks,
Jeff

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DIVISION OF CORPORATIONS

File Second

BK 4/3/

Florida Department of State, Jim Smith, Secretary of State

APPLICATION BY FOREIGN LIMITED PARTNERSHIP
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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1. LaSalle Orlando Southwest, L.P.
(Name of limited partnership as it is in the home state;

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

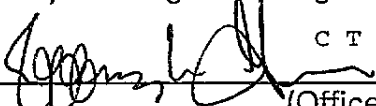
3. Illinois 4. March 2, 1998
(State of Formation) (Date of Formation)

5. C T CORPORATION SYSTEM
(Name of Registered Agent for Service of Process)

6. c/o C T Corporation System, 1200 South Pine Island Road
(Street Address of Registered Office)

Plantation, Florida 33324
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process.

 C T CORPORATION SYSTEM
(Officer must sign on this line)
Jeffrey R. Graves Asst Secy
(Type Name and Title of Officer)

8. 200 E. Randolph, Suite 4322, Chicago, Illinois 60601
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS	SPECIFIC ADDRESS
LaSalle Orlando Southwest, Inc.	200 E. Randolph, Suite 4322, Chicago, Illinois 60601

Per 1001 JOD 926

10. c/o LaSalle Partners, 200 E. Randolph, Suite 4322, Chicago, Illinois 60601
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

12. 200 E. Randolph, Chicago, Illinois 60601
(Mailing Address of Limited Partnership)

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This 31st day of March, 1998

LaSalle Orlando Southwest, L.P.

By: LaSalle Orlando Southwest, Inc.,
its general partner

By: [Signature]
Robert K. Hagan, Vice President

STATE OF Illinois

COUNTY OF Cook

THE FOREGOING instrument was acknowledged and sworn to before me this 31st day
of March, 1998, by LaSalle Orlando Southwest, Inc. (Name of General Partner) of

LaSalle Orlando Southwest, L.P.

(Name of Limited Partnership), A Illinois (State or Country) Limited
Partnership, on behalf of the Limited Partnership.

[Signature]
Bernadette Wertheimer

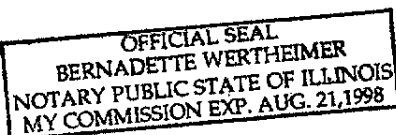
Notary Public

State of Illinois at Large

(SEAL)

My Commission Expires:

August 21, 1998



AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared See 1 in Addendum, a general partner of LaSalle Orlando Southwest, L.P., a (an) Illinois, limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 1,485,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1,485,000.00.

This 31st day of March, 19 98.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief.

LaSalle Orlando Southwest, L.P.

By: LaSalle Orlando Southwest, Inc.,
its general partner

By Robert K. Hagan
Robert K. Hagan, Vice President

STATE OF Illinois

COUNTY OF Cook

DATE March 31, 1998

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared See 3 in Addendum (General Partner, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 31st day of March, 19 98.

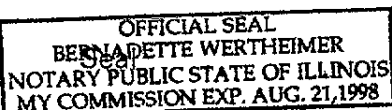
Bernadette Wertheimer

Notary Public Bernadette Wertheimer

State of Illinois at Large

My Commission Expires:

August 21, 1998



Addendum

1. Robert K. Hagan, Vice President of LaSalle Orlando Southwest, Inc.
2. Robert K. Hagan, Vice President of LaSalle Orlando Southwest, Inc.
3. Robert K. Hagan, Vice President of LaSalle Orlando Southwest, Inc.

FILED STATE
SECRETARY OF CORPORATIONS
98 APR -3 PM 1:08