UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q

[X] Quarterly Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the period ended September 30, 1997

or

[ ] Transition Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the transition period from ________________ to ________________

Commission File Number 1-10709

PUBLIC STORAGE PROPERTIES XI, INC.

(Exact name of registrant as specified in its charter)

California	95-4300881
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification Number)
701 Western Avenue Glendale, California	91201-2397
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (818) 244-8080

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days.

Yes X No ___

The number of shares outstanding of the Company's classes of common stock as of September 30, 1997:

1,819,937 shares of $.01 par value Series A shares
184,453 shares of $.01 par value Series B shares
522,618 shares of $.01 par value Series C shares

INDEX

PUBLIC STORAGE PROPERTIES XI, INC.
CONDENSED BALANCE SHEETS

<TABLE>
<CAPTION>

	September 30, 1997	December 31, 1996
	(Unaudited)	
ASSETS		
<S>	<C>	<C>
Cash and cash equivalents	$2,273,000	$1,290,000
Rent and other receivables	41,000	53,000
Prepaid expenses	359,000	142,000
Real estate facilities at cost:		
Building, land improvements and equipment	26,895,000	26,526,000
Land	12,118,000	12,118,000
	39,013,000	38,644,000
Less accumulated depreciation	(12,877,000)	(12,000,000)
	26,136,000	26,644,000
Total assets	$28,809,000	$28,129,000
LIABILITIES AND SHAREHOLDERS' EQUITY		
Accounts payable	$771,000	$633,000
Dividends payable	681,000	681,000
Advance payments from renters	187,000	198,000
Shareholders' equity:		
Series A common, $.01 par value, 2,828,929 shares authorized, 1,819,937 shares issued and outstanding in 1997 and 1996	18,000	18,000
Convertible Series B common, $.01 par value, 184,453 shares authorized, issued and outstanding	2,000	2,000
Convertible Series C common, $.01 par value, 522,618 shares authorized, issued and outstanding	5,000	5,000
Paid-in-capital	32,421,000	32,421,000
Cumulative net income	28,567,000	25,971,000
Cumulative distributions	(33,843,000)	(31,800,000)

Total shareholders' equity	27,170,000	26,617,000
Total liabilities and shareholders' equity	$28,809,000	$28,129,000

</TABLE>

See accompanying notes.

PUBLIC STORAGE PROPERTIES XI, INC.
CONDENSED STATEMENTS OF INCOME
(UNAUDITED)

<TABLE>
<CAPTION>

	Three Months Ended September 30,		Nine Months Ended September 30,	
	1997	1996	1997	1996
REVENUES:				
<S>	<C>	<C>	<C>	<C>
Rental income	$1,940,000	$1,849,000	$5,644,000	$5,401,000
Interest income	23,000	9,000	55,000	20,000
	1,963,000	1,858,000	5,699,000	5,421,000
COSTS AND EXPENSES:				
Cost of operations	564,000	573,000	1,733,000	1,746,000
Management fees paid to affiliates	113,000	100,000	329,000	288,000
Depreciation	308,000	296,000	877,000	848,000
Administrative	57,000	59,000	164,000	164,000
Interest expense	-	-	-	3,000
	1,042,000	1,028,000	3,103,000	3,049,000
NET INCOME	$921,000	$830,000	$2,596,000	$2,372,000
Earnings per share:				
Primary - Series A	$0.47	$0.42	$1.32	$1.19
Fully diluted - Series A	$0.37	$0.32	$1.03	$0.93
Dividends declared per share:				

Series A	$0.34	$0.34	$1.02	$1.02
Series B	$0.34	$0.34	$1.02	$1.02
Weighted average Common shares outstanding:				
Primary - Series A	1,819,937	1,824,804	1,819,937	1,834,481
Fully diluted - Series A	2,527,008	2,531,875	2,527,008	2,541,552

</TABLE>

See accompanying notes.

Public Storage Properties XI, Inc.
Condensed Statement of Shareholders' Equity
(Unaudited)

<TABLE>
<CAPTION>

	Series A Shares	Series A Amount	Convertible Series B Shares	Convertible Series B Amount	Convertible Series C Shares	Convertible Series C Amount
<S>	<C>	<C>	<C>	<C>	<C>	<C>
Balances at December 31, 1996	1,819,937	$18,000	184,453	$2,000	522,618	$5,000
Net income						
Cash distributions declared:						
$1.02 per share - Series A						
$1.02 per share - Series B						
Balances at September 30, 1997	1,819,937	$18,000	184,453	$2,000	522,618	$5,000

</TABLE>

<TABLE>
<CAPTION>

	Paid-in capital	Cumulative net income	Cumulative distributions	Total shareholders' equity
<S>	<C>	<C>	<C>	<C>
Balances at December 31, 1996	$32,421,000	$25,971,000	($31,800,000)	$26,617,000
Net income		2,596,000		2,596,000
Cash distributions declared:				
$1.02 per share - Series A			(1,854,000)	(1,854,000)
$1.02 per share - Series B			(189,000)	(189,000)
Balances at September 30, 1997	$32,421,000	$28,567,000	($33,843,000)	$27,170,000

</TABLE>

See accompanying notes.

PUBLIC STORAGE PROPERTIES XI, INC.
CONDENSED STATEMENTS OF CASH FLOWS
(UNAUDITED)

<TABLE>
<CAPTION>

Nine Months Ended
September 30,

	1997	1996
		(Restated)
CASH FLOWS FROM OPERATING ACTIVITIES:		
<S>	<C>	<C>
Net income	$2,596,000	$2,372,000
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	877,000	848,000
Decrease (increase) in rent and other receivables	12,000	(16,000)
Increase in prepaid expenses	(217,000)	(18,000)
Amortization of prepaid management fees	-	205,000
Increase (decrease) in accounts payable	138,000	(45,000)
Decrease in advance payments from renters	(11,000)	(28,000)
Total adjustments	799,000	946,000
Net cash provided by operating activities	3,395,000	3,318,000
CASH FLOWS FROM INVESTING ACTIVITIES:		
Additions to real estate facilities	(369,000)	(311,000)
Net cash used in investing activities	(369,000)	(311,000)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Distributions paid to shareholders	(2,043,000)	(2,068,000)
Borrowing on credit facility	-	250,000
Repayment of borrowing on credit facility	-	(250,000)
Purchase of Company Series A common stock	-	(685,000)
Net cash used in financing activities	(2,043,000)	(2,753,000)
Net increase in cash and cash equivalents	983,000	254,000
Cash and cash equivalents at the beginning of the period	1,290,000	746,000
Cash and cash equivalents at the end of the period	$2,273,000	$1,000,000

</TABLE>

See accompanying notes.

PUBLIC STORAGE PROPERTIES XI, INC.
NOTES TO CONDENSED FINANCIAL STATEMENTS
(UNAUDITED)

1. The accompanying unaudited condensed financial statements have been prepared pursuant to the rules and regulations of the Securities and Exchange Commission. Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted pursuant to such rules and regulations, although management believes that the disclosures contained herein are adequate to make the information presented not misleading. These unaudited condensed financial statements should be read in conjunction with the financial statements and related notes appearing in the Company's Form 10-K for the year ended December 31, 1996.

2. In the opinion of management, the accompanying unaudited condensed financial statements reflect all adjustments, consisting of only normal accruals, necessary to present fairly the Company's financial position at September 30, 1997 and December 31, 1996, the results of its operations for the three and nine months ended September 30, 1997 and 1996 and its cash flows for the nine months then ended.

3. The results of operations for the three and nine months ended September 30, 1997 are not necessarily indicative of the results expected for the full year.

4. Certain prior year amounts have been reclassified in order to conform with current year presentation.

5. The Company has an unsecured revolving credit facility with a bank for borrowings up to $3,000,000 for working capital purposes and to repurchase the Company's stock. Outstanding borrowings on the credit facility, at the Company's option, bear interest at either the bank's prime rate plus .25% or the bank's LIBOR rate plus 2.25%. Interest is payable monthly. On December 31, 1999, all unpaid principal and accrued interest is due and payable. At September 30, 1997 and for the nine months then ended, there was no outstanding balance on the credit facility.

6. On August 2, 1997, the Company agreed to merge with American Office Park Properties, Inc. ("AOPP") Upon the merger of AOPP into the Company, each of the 1,819,937 outstanding shares of the Company's common stock Series A (other than shares held by holder of the Company's common stock series A ("Series A Shareholders") who have properly exercised dissenters' rights under California law) would continue to be owned by the Series A Shareholders or converted into the right to receive cash as follows: (i) with respect to up to 20% of the outstanding common stock series A of the Company, $20.50 in cash and (ii) the balance of the outstanding common stock Series A of the Company would continue to be owned by the Series A Shareholders. In the merger, (i) each share of the Company's common stock series B and each share of the Company's common stock series C would be

converted into .8641 shares of the Company's common stock series A (or up to 20% in cash) and (ii) each share of AOPP's capital stock would be converted into 1.18 shares of the Company's common stock series A (or up to 20% in cash). At September 30, 1997, there were 3,523,500 outstanding share of AOPP Common Stock. Based on the outstanding shares of AOPP Common Stock at September 30, 1997, (i) approximately 4,727,000 shares of the Company's common stock series A would be issued in the merger (assuming no cash election) with an additional 7,206,000 shares reserved for issuance upon conversion of partnership interest of AOPP's consolidated partnership into the Company's common stock series A and (ii) after the merger, the ownership of the Company by public shareholders will be reduced from approximately 63% to 26% while that of Public Storage, Inc. will increase from 37% to 74% (assuming no cash election and no conversion of partnership interests). Concurrently with the merger, the Company will exchange 13 mini warehouses for 11 commercial properties owned by Public Storage, Inc. The merger is conditioned on, among other requirements, the Company's receipt of a fairness opinion from a financial advisor and approval by the Company's shareholders. Until the merger is completed, the Company has agreed that it will not declare or pay distributions on its capital stock or make any other distribution of assets to its shareholders other than regular dividends at a quarterly rate not in excess of $.34 per share.

PUBLIC STORAGE PROPERTIES XI, INC.
MANAGEMENT'S DISCUSSION AND ANALYSIS
OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following is management's discussion and analysis of certain significant factors occurring during the periods presented in the accompanying Condensed Financial Statements.

RESULTS OF OPERATIONS.

The Company's net income for the nine months ended September 30, 1997 and 1996 was $2,596,000 and $2,372,000, respectively, representing an increase of $224,000 or 9%. Net income for the three months ended September 30, 1997 and 1996 was $921,000 and $830,000, respectively, representing an increase of $91,000 or 11%. These increases are primarily the result of increases in property net operating income (rental income less cost of operations, management fees paid to affiliates and depreciation expense).

Rental income for the nine months ended September 30, 1997 and 1996 was $5,644,000 and $5,401,000, respectively, representing an increase of $243,000 or 4%. Rental income for the three months ended September 30, 1997 and 1996 was $1,940,000 and $1,849,000, respectively, representing an increase of $91,000 or 5%. The Company's mini-warehouse operations contributed $191,000 and $66,000 to the increase in rental income for the nine and three month periods ended September 30, 1997, respectively, compared to the same periods in 1996 due to an increase in rental rates. The Company's business park operations also contributed to the increase in rental income for the nine and three month periods ended September 30, 1997 compared to the same periods in 1996 due to increases in rental rates.

The Company's mini-warehouse operations had weighted average occupancy levels of 93% and 92% for the nine month periods ended September 30, 1997 and 1996, respectively. The Company's business park operations had weighted average occupancy levels of 98% for both the nine month periods ended September 30, 1997 and 1996.

Cost of operations (including management fees paid to affiliates and depreciation expense) for the nine months ended September 30, 1997 and 1996 was $2,062,000 and $2,034,000, respectively, representing an increase of $28,000 or 1%. This increase is primarily due to an increase in management fees and property taxes partially offset by decreases in snow removal costs and tenant and legal claims costs. Snow removal costs were higher in 1996 than amounts typically incurred due to higher than normal snow levels experienced at the Company's mini-warehouse facilities located in the eastern states. Cost of operations for the three months ended September 30, 1997 and 1996 was $677,000 and $673,000, respectively, representing an increase of $4,000 or 1%. This increase is mainly the result of an increase in management fees partially offset by a decrease in repairs and maintenance costs.

In 1995, the Company prepaid eight months of 1996 management fees on its mini-warehouse operations discounted at a 14% effective rate to compensate for early payment. As a result, management fee expense for the nine months ended September 30, 1996 was $26,000 lower than it would have been under the customary, undiscounted fee structure.

During the nine months ended September 30, 1996, the Company incurred $3,000 in interest expense on its line of credit facility. No such expense was incurred during the same period in 1997 since the Company did not have any borrowings against its credit facility.

LIQUIDITY AND CAPITAL RESOURCES.

The Company believes that net cash provided by operating activities and funds from operations (FFO) are important measures of its performance. The Company's financial profile has been characterized by increasing net cash provided by operating activities and increasing FFO.

Net cash provided by operating activities for the nine months ended September 30, 1997 was $3,395,000 compared to $3,318,000 for the same period in the prior year.

The following table summarizes the Company's ability to make capital improvements to maintain its facilities through the use of cash provided by operating activities. The remaining cash flow is available to the Company to pay distributions to shareholders and repurchase its stock.

<TABLE>

<CAPTION>

	Nine months ended September 30,	
	1997	1996
<S>	<C>	<C>
Net income	$2,596,000	$42,372,000
Depreciation	877,000	848,000
Change in working capital	(78,000)	98,000
Net cash provided by operating activities	3,395,000	3,318,000
Capital improvements to maintain facilities	(369,000)	(311,000)
Funds available for distributions to shareholders and repurchases of stock	3,026,000	3,007,000
Cash distributions to shareholders	(2,043,000)	(2,068,000)
Excess funds available for principal payments, cash distributions to shareholders and repurchase of stock	$983,000	$939,000

</TABLE>

Funds from operations (FFO) is defined by the Company, consistent with the definition of FFO by the National Association of Real Estate Investment Trusts (NARIET) as net income (loss), computed in accordance with generally accepted accounting principles (GAAP), before depreciation and extraordinary or non-recurring items. FFO is presented because the Company considers FFO to be a useful measure of the operating performance of a REIT which, together with net income and cash flows, provides investors with a basis to evaluate the operating and cash flow performances of a REIT. FFO does not represent net income or cash flows from operations as defined by GAAP. FFO does not take into consideration scheduled principal payments on debt and capital improvements. Accordingly, FFO is not necessarily a substitute for cash flow or net income as a measure of liquidity or operating performance or ability to make acquisitions and capital improvements or ability to pay distributions or debt principal payments. Also, FFO as computed and disclosed by the Company may not be comparable to FFO computed and disclosed by other REITs.

Funds from operation for the Company is computed as follows:

	Nine Months Ended September 30,	
	1997	1996
Net income	$2,596,000	$2,372,000
Depreciation	877,000	848,000
Funds from Operations	$3,473,000	$3,220,000

The Company believes that its rental revenues and interest and other income will sufficient in the future to meet the Company's operating expenses, capital improvements and distributions to shareholders. The Company believes its geographically diverse portfolio has resulted in a relatively stable and predictable investment portfolio.

The Company has an unsecured revolving credit facility with a bank for borrowings up to $3,000,000 for working capital purposes and to repurchase the Company's stock. Outstanding borrowings on the credit facility, at the Company's option, bear interest at either the bank's prime rate plus .25% or the bank's LIBOR rate plus 2.25%. Interest is payable monthly. On December 31, 1999, all unpaid principal and accrued interest is due and payable. At September 30, 1997 and for the nine months then ended, there was no outstanding balance on the credit facility.

The Company's Board of Directors has authorized the Company to purchase up to 400,000 shares of Series A common stock. As of September 30, 1997, the Company had repurchased 301,275 shares of Series A common stock, none of which were purchased in 1997.

The bylaws of the Company provide that, during 1997, unless shareholders have previously approved such a proposal, the shareholders will be presented with a proposal to approve or disapprove (a) the sale or financing of all or substantially all of the properties and (b) the distribution of the proceeds from such transaction and, in the case of a sale, the liquidation of the Company.

The Company has elected and intends to continue to qualify as a real estate investment trust ("REIT") for Federal income tax purposes. As a REIT, the Company must meet, among other tests, sources of income, share ownership, and certain asset tests. The Company is not taxed on that portion of its taxable income which is distributed to its shareholders provided that at least 95% of its taxable income is so distributed to its shareholders prior to filing of the Company's tax return. The primary difference between book income and taxable income is depreciation expense. In 1996, the Company's Federal tax depreciation was $1,229,000.

SUPPLEMENTAL INFORMATION.

On August 2, 1997, the Company agreed to merge with American Office Park Properties, Inc. ("AOPP") Upon the merger of AOPP into the Company, each of the 1,819,937 outstanding shares of the Company's common stock Series A (other than shares held by holder of the Company's common stock series A ("Series A Shareholders") who have properly exercised dissenters' rights under California law) would continue to be owned by the Series A Shareholders or converted into the right to receive cash as follows: (i) with respect to up to 20% of the

outstanding common stock series A of the Company, $20.50 in cash and (ii) the balance of the outstanding common stock Series A of the Company would continue to be owned by the Series A Shareholders. In the merger, (i) each share of the Company's common stock series B and each share of the Company's common stock series C would be converted into .8641 shares of the Company's common stock series A (or up to 20% in cash) and (ii) each share of AOPP's capital stock would be converted into 1.18 shares of the Company's common stock series A (or up to 20% in cash). At September 30, 1997, there were 3,523,500 outstanding shares of AOPP Common Stock. Based on the outstanding shares of AOPP Common Stock at September 30, 1997, (i) approximately 4,727,000 shares of the Company's common stock series A would be issued in the merger (assuming no cash election) with an additional 7,206,000 shares reserved for issuance upon conversion of partnership interest of AOPP's consolidated partnership into the Company's common stock series A. After the merger, the ownership of the Company by public shareholders will be reduced from approximately 63% to 26% while that of Public Storage, Inc. will increase from 37% to 74% (assuming no cash election and no conversion of partnership interests). Concurrently with the merger, the Company will exchange 13 mini warehouses for 11 commercial properties owned by Public Storage, Inc. The merger is conditioned on, among other requirements, the Company's receipt of a fairness opinion from a financial advisor and approval by the Company's shareholders. Until the merger is completed, the Company has agreed that it will not declare or pay distributions on its capital stock or make any other distribution of assets to its shareholders other than regular dividends at a quarterly rate not in excess of $.34 per share.

PART II. OTHER INFORMATION

ITEMS 1 through 5 are inapplicable.

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K.

(A) EXHIBITS: The following exhibit is included herein:

(27) Financial Data Schedule

(B) REPORTS ON FORM 8-K

None

SIGNATURES

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

DATED: November 13, 1997

PUBLIC STORAGE PROPERTIES XI, INC.

BY: /s/ David P. Singelyn

David P. Singelyn
Vice President and
Chief Financial Officer

<TABLE> <S> <C>

<ARTICLE>	5
<CIK>	0000866368
<NAME>	Public Storage Properties XI, Inc.
<MULTIPLIER>	1
<CURRENCY>	US
<S>	<C>
<PERIOD-TYPE>	9-mos
<FISCAL-YEAR-END>	Dec-31-1997
<PERIOD-START>	Jan-1-1997
<PERIOD-END>	Sep-30-1997
<EXCHANGE-RATE>	1
<CASH>	2,273,000
<SECURITIES>	0
<RECEIVABLES>	400,000
<ALLOWANCES>	0
<INVENTORY>	0
<CURRENT-ASSETS>	2,673,000
<PP&E>	39,013,000
<DEPRECIATION>	(12,877,000)
<TOTAL-ASSETS>	28,809,000
<CURRENT-LIABILITIES>	1,639,000
<BONDS>	0
<PREFERRED-MANDATORY>	0
<PREFERRED>	0
<COMMON>	25,000
<OTHER-SE>	27,145,000
<TOTAL-LIABILITY-AND-EQUITY>	28,809,000
<SALES>	0
<TOTAL-REVENUES>	5,699,000
<CGS>	0
<TOTAL-COSTS>	2,939,000
<OTHER-EXPENSES>	164,000
<LOSS-PROVISION>	0
<INTEREST-EXPENSE>	0
<INCOME-PRETAX>	2,596,000
<INCOME-TAX>	0
<INCOME-CONTINUING>	2,596,000
<DISCONTINUED>	0
<EXTRAORDINARY>	0
<CHANGES>	0
<NET-INCOME>	2,596,000
<EPS-PRIMARY>	1.32
<EPS-DILUTED>	1.03

</TABLE>