

MAR-22-05 TUE 8:28 PM

MCGUIRE WOODS LLP

FAX NO. 904 983207

P. 01/05

Division of Corporations

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From:

Account Name : MCGUIRE WOODS LLP
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05 MAR 23 AM 7:42
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FLORIDA LIMITED PARTNERSHIP

Veranda V Partners, Ltd.

Certificate of Status	0
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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
VERANDA V PARTNERS, LTD.**

The undersigned, in order to form a limited partnership (the "Partnership") in accordance with Sections 620.105, 620.108, and 620.114 of the Florida Statutes, certifies the following:

1. The name of the Partnership is VERANDA V PARTNERS, LTD.
2. The street address and mailing address of the principal place of business of the Partnership in the state of Florida is 818 North A1A, Suite 300, Ponte Vedra Beach, FL 32082.
3. The name and address of the initial registered agent of the Partnership in the state of Florida is RAX CO., 50 North Laura Street, Suite 3300, Jacksonville, FL 32202.
4. The name and address of the general partner of the Partnership is as follows:

Name of General PartnerStreet Address

VERANDA V PARTNERS, LLC

818 North A1A, Suite 300
Ponte Vedra Beach, FL 32082

65-27483

5. The latest date upon which the Limited Partnership is to be dissolved is April 1, 2025, unless sooner dissolved in accordance with the then current limited partnership agreement for VERANDA V PARTNERS, LTD., or by an act or event specified by law as one effecting dissolution.

Under penalties of perjury, we declare that we have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

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MAR-22-05 TUE 04:29 PM MCGUIRE WOODS LLP

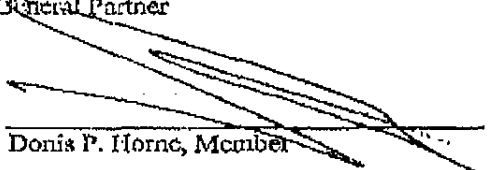
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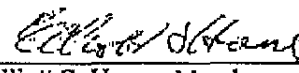
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Signed this 22 day of March, 2005.

VERANDA V PARNTERS, LLC, a
Florida limited liability company,
its General Partner

By: 
Donis P. Horne, Member

By: 
Elliott S. Horne, Member

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TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF DUVAL

The undersigned constituting all of the general partners of VERANDA V PARTNERS, LTD., a Florida limited liability partnership, certify:

The amount of capital contributions to date of the limited partners is \$1,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,000.00.

Signed this 22 day of March, 2005.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury we declare that we have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

VERANDA V PARTNERS, LLC, a
Florida limited liability company,
its General Partner

By: Donis P. Horne, Member

By: Elliott S. Horne, Member

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**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
VERANDA V PARTNERS, LTD.**

Pursuant to Chapter 620, Florida Revised Uniform Limited Partnership Act, RAX CO., located at 50 N. Laura Street, Suite 3300, Jacksonville, Florida 32202, having been named as registered agent to accept service of process upon VERANDA V PARTNERS, LTD., hereby accepts the appointment as registered agent, agrees to act in that capacity, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties as registered agent, acknowledging hereby that it is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has caused this Certificate to be executed in Jacksonville, Duval County, Florida on this 22 day of March, 2005.

RAX CO.

By: 
Haley E. Skinner, President

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