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Division of Corporations
FAX NO.
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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:
Division of Corporations
Fax Number : (850) 922-4003

From:
Account Name : MCGUIRE, WOODS, BATTLE & BOOTHE LLP
Account Number : 071075000166
Phone : (904) 798-3200
Fax Number : (904) 798-3207

FLORIDA LIMITED PARTNERSHIP

Veranda II Partners, Ltd.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$1,785.00

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CERTIFICATE OF LIMITED PARTNERSHIP
OF
VERANDA II PARTNERS, LTD.

VERANDA II PARTNERS, LLC, a Florida limited liability company, the sole General Partner of VERANDA II PARTNERS, LTD., a Florida limited partnership, does hereby execute this Certificate of Limited Partnership pursuant to the provisions of Section 620.108, Florida Statutes.

1. The name of the Limited Partnership shall be Veranda II Partners, Ltd. L99.5467
2. The name and address of the Partnership's agent for service of process required to be maintained by Section 620.105, Florida Statutes, is Donis P. Horne, 5000 Sawgrass Village Circle, Ponte Vedra Beach, Florida 32082.
3. The name and business address of the sole General Partner is Veranda II Partners, LLC, 5000 Sawgrass Village Circle, Ponte Vedra Beach, Florida 32082. This is also the address of the office at which the records required by Section 620.106 are maintained.
4. The mailing address for the Limited Partnership is 5000 Sawgrass Village Circle, Ponte Vedra Beach, Florida 32082.

The latest date upon which the Limited Partnership is to dissolve is 5:00 p.m. on December 31, 2050.

VERANDA II PARTNERS, LLC,
General Partner

By: 
DONIS P. HORNE, President

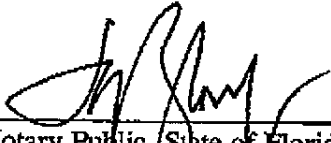
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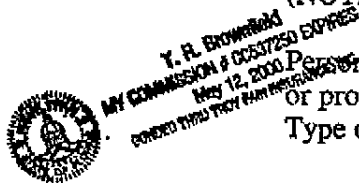
STATE OF FLORIDA

COUNTY OF ST. JOHNS

The foregoing Certificate of Limited Partnership of Veranda II Partners, Ltd., a Florida limited partnership, was executed, acknowledged and delivered before me this 31ST day of DECEMBER, 1998, by Donis P. Horne, President of Veranda II Partners, Ltd., the sole General Partner of the Limited Partnership, in Ponte Vedra Beach, Florida.


Notary Public, State of FloridaT.R. BROWNFIELD
[Print, Type or Stamp Commissioned
Name of Notary Public]Commission No.: CC 537250My commission expires: 5/12/00

(NOTARIAL SEAL)



Personally known
or produced identification
Type of identification produced

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ST. JOHNS COUNTY
SEP 1 1999

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FAX NO.

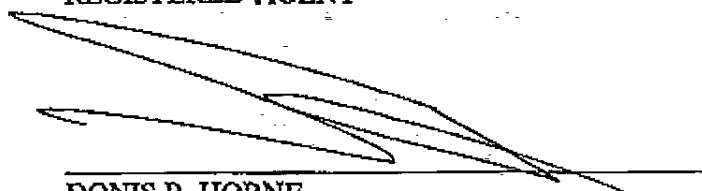
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for Veranda II Partners, Ltd. (the "Partnership"), in the foregoing Certificate of Limited Partnership, I hereby agree to act in that capacity, and, on behalf of the Partnership, 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.

REGISTERED AGENT


DONIS P. HORNE

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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AFFIDAVIT OF LIMITED PARTNER CONTRIBUTIONS**STATE OF FLORIDA****COUNTY OF ST. JOHNS**

BEFORE ME, the undersigned authority, personally appeared, Donis P. Horne, President of Veranda II Partners, LLC, a Florida limited liability company, the sole general partner of Veranda II Partners, Ltd., pursuant to Florida Statutes Section 620.108 and after having been duly sworn, hereby affirms the following:

1. The total anticipated capital contribution(s) by the Limited Partner(s) of Veranda II Partners, Ltd., is \$930,560.00.

2. The total initial capital contribution(s) by the Limited Partner(s) of Veranda II Partners, Ltd., is \$114,772.19.

VERANDA II PARTNERS, LLC,
General Partner

By: _____
Donis P. Horne, President

STATE OF FLORIDA**COUNTY OF ST. JOHNS**

The foregoing Affidavit was acknowledged and sworn to before me this 31 day of DECEMBER, 1998, by Donis P. Horne, President of Veranda II Partners, LLC, the sole General Partner of Veranda II Partners, Ltd.

Notary Public, State of Florida

T.R. BROWNFIELD
[Print, Type or Stamp Commissioned
Name of Notary Public]

Commission No.: CC 537250

My commission expires: 5/12/00



T.R. BROWNFIELD
MY COMMISSION & CERTIFICATE EXPIRES
MAY 12, 2000
CORRECTION: THEY HAVE RELEASED ME

(NOTARIAL SEAL)

Personally known
or produced identification
Type of identification produced

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