

MCGUIRE WOODS LLP

Florida Department of State

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To:

Division of Corporations

Fax Number : (850) 205-0383

from:

Account Name : MOSUIRE, WOODS, EATTHE & BOOTHE LLP

Account Number : 071075000166 Phone : (904)798-3200

Fax Number

: (904)798-3207

FLORIDA LIMITED PARTNERSHIP

Vestcor/GP XX, 142,P

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CERTIFICATE OF LIMITED PARTNERSHIP OF VESTCOR/GP XX, LLLP

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

- 1. The name of the Partnership is VESTCOR/GP XX, LLLP.
- The street address and mailing address of the principal place of business of the
 1 urmership in the state of Florida is 3020 Hartley Road, Suite 300, Jacksonville, Florida 32257.
- 3. The name and address of the initial registered agent of the Partnership in the state of Florida is Stephen A. Frick, 3020 Hartley Road, Suite 300, Jacksonville, Florida 3225 25
 - 4. The name and address of the general partner of the Partnership is as follows

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Address

VESTCOR PARTNERS XX, LLC ンパンといること 3020 Hartley Road, Suite 30 Los Jacksonville, FL 32257

5. The term for which the Partnership is to exist as a limited partnership shall commence on the date of filing and shall continue until December 31, 2053, unless sooner dessolved in accordance with the their current limited partnership agreement for the Partnership, or by an act or event specified by law as one effecting dissolution.

Under the penalties of perjury, the undersigned sale general partner declares that it has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

Signed this day of January, 2003.

VESTCOR PARTNERS XX, LLC, a Florida limited liability company, its General Partner

Stephen A. Prick, Vice President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA COUNTY OF DUVAL

The undersigned constituting all of the general partners of VESTCOR/GP XX, LLLP, a I torida Limited Liability Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$99.90.

It is anticipated that the limited partners will not make additional contributions to the capital

of the Partnership.

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Signed this May of January, 2003.

FURTIER APPIANT SAYETH NOT.

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

VESTCOR PARTNERS XX, LLC, a Florida Emited liability company, its General Partner

Stephen A. Frick, Vice President

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CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT OF VESTCOR/GP XX, LLLP

Pursuant to Chapter 620, Plorida Revised Uniform Limited Partnership Act, Stephen A. Frick, located at 3020 Hartley Road, Suite 300, Jacksonville, Florida, 32257, having been named as registered agent to accept service of process upon VESTCOR/GP XX, LLLP, 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 his duties as registered red agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate in Jacks ARY of January, 2003. egent, acknowledging hereby that he is familiar with and accepts the obligations of his position as gistered agent.

I uval County, Florida on this day of January, 2003.

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