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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : RUDEN, MCCLOSKY, SMITH, SCHUSTER & RUSSELL,
Account Number : 076077000521
Phone : (954) 527-2428
Fax Number : (954) 764-4996

FLORIDA LIMITED PARTNERSHIP

Vero Beach Properties Investments, Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$1,846.25

03 AUG -4 PM 2:28
RECEIVED
03 AUG -4 PM 2:24
DIVISION OF CORPORATION

Handwritten signature/initials

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
VERO BEACH PROPERTIES INVESTMENTS, LTD.**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby execute and file with the Secretary of State of Florida this Certificate of Limited partnership, as follows:

1. The name of the limited partnership ("Partnership") is Vero Beach Properties Investments, Ltd.

2. The address of the office in Florida at which will be kept the records of the Partnership required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act") is 1401 University Drive, Suite 200, Coral Springs, Florida, 33071.

3. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act is Vero Beach Properties Investments Corporation, 1401 University Drive, Suite 200, Coral Springs, Florida, 33071.

4. The name of the General Partner of the Partnership is Vero Beach Properties Investments Corporation, and the business address of the Partnership is 1401 University Drive, Suite 200, Coral Springs, Florida, 33071. *PD30000084464*

5. A mailing address for the partnership is 1401 University Drive, Suite 200, Coral Springs, Florida, 33071.

6. The latest date upon which the Partnership is to dissolve is thirty years following the date of filing of this Certificate.

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal to this certificate this ____ day of August, 2003.

GENERAL PARTNER:

VERO BEACH PROPERTIES INVESTMENTS
CORPORATION

By: *[Signature]* K.P.
Alan Fant, Vice President

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SECRETARY OF STATE
ALL INFORMATION CONTAINED
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DATE 11/11/03 BY 1045

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ACCEPTANCE OF APPOINTMENT

AS REGISTERED AGENT

THE UNDERSIGNED, named as the agent for service of process in paragraph 3 of the Certificate of Limited Partnership of Vero Beach Properties Investments, Ltd., hereby accepts the appointment as such registered agent, and acknowledges that it is familiar with and accepts the obligations imposed upon registered agents under the Florida Revised Uniform Limited Partnership act (1986).

VERO BEACH PROPERTIES INVESTMENTS,
CORPORATION

By: _____

 V.P.
Alan Fant, Vice President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H030002466651

AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF
VERO BEACH PROPERTIES INVESTMENTS, LTD.

BEFORE ME, the undersigned, constituting the sole General Partner of Vero Beach Properties Investments, Ltd. ("Partnership"), a Florida limited partnership certifies as follows:

Upon the formation of the Partnership, the limited partners' contributions of cash and property to the Partnership have a value of \$1,000,000.00. No additional capital contributions are anticipated to be made by the limited partner.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State of the State of Florida, along with the Certificate of Limited Partnership.

FURTHER AFFIANT SAYETH NOT.

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

VERO BEACH PROPERTIES INVESTMENTS
CORPORATION

By: _____

Alan Fant, Vice President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA