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FLORIDA LIMITED PARTNERSHIP

VP PHASE III, LTD.

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TALLAHASSEE, FLORIDA

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J. BRYAN JAN 24 2005

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CERTIFICATE OF LIMITED PARTNERSHIP

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CORPORATIONS

- 1. VP PHASE III, LTD.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
 - 2. 1701 PARK CENTER DRIVE, ORLANDO, FLORIDA 32835
(Business address of Limited Partnership)
 - 3. AMERICAN INFORMATION SERVICES, INC., a Florida corporation
(Name of Registered Agent for Service of Process)
 - 4. 255 SOUTH ORANGE AVENUE, SUITE 1700, ORLANDO, FLORIDA 32801
(Florida street address for Registered Agent)
- AMERICAN INFORMATION SERVICES, INC., a Florida corporation
- 5. By: Rebecca J. Matz, Rebecca S. Matz as Assistant Secretary
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
 - 6. 1701 PARK CENTER DRIVE, ORLANDO, FLORIDA 32835
(Mailing address of the Limited Partnership)
 - 7. The latest date upon which the Limited Partnership is to dissolved is: October 31, 2054.
 - 8. Name(s) of general partner(s): VP PHASE III, LLC Street address: 1701 PARK CENTER DRIVE, ORLANDO, FLORIDA 32835
#L05000006997

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

Signed this 21 day of January, 2005.

Signatures of all general partners:

VP PHASE III, LLC, a Florida limited liability company, as general partner

By: [Signature]
KEVIN HAZZOUZ, Manager

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of VP PHASE III, LTD., a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 990.00. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 990.00.

Signed this 21 day of January, 2005.

FURTHER AFFLIANT SAYETH NOT.

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

VP PHASE III, LLC, a Florida limited liability company, as general partner

By:


KEVIN H. AZZOUZ, Manager

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