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Division of Corporations

FAX NO.

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**A96000001907**

Florida Department of State  
Division of Corporations  
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From:  
Account Name : MCGUIRE, WOODS, BATTLE & BOOTHE LLP  
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**REGISTERED AGENT CHANGE**

**VCP-OSCEOLA II, LTD.**

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$35.00

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**LIMITED PARTNERSHIP STATEMENT OF CHANGE OF  
REGISTERED OFFICE OR REGISTERED AGENT OR BOTH**

*Pursuant to the provisions of sections 620.105 AND 620.1051, Florida Statutes, the undersigned limited partnership submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.*

1. VCP-OSCEOLA II, LTD.

Name of the limited partnership

2. October 11, 1996

Date of filing/registration in Florida

3. A96000001907

Document number assigned

4. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

VCP-Kernan, Inc., 3020 Hartley Road, Suite 300, Jacksonville, FL 32257

5. The name and address of the new registered agent and/or office:

Mark T. Farrell, 3020 Hartley Road, Suite 300, Jacksonville, FL 32257

6. Such change was authorized by the general partner.

VCP-OSCEOLA II, LTD.

BY: VCP-OSCEOLA II, LLC, its General Partner

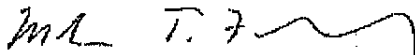
BY: VESTCOR, INC., its Manager

By: 

John D. Rood, President

Dated: June 24, 2002

*I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the limited partnership has been notified in writing of this change.*



Mark T. Farrell, Registered Agent

Dated: June 24, 2002

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