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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

~~Hesto~~ Vestcor Fund XII Ltd.
File 2nd

☐ Walk In

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☒ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

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-12/02/97-01032--023
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NEW FILINGS	
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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

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TAX FILING
R. AGENT FEE 52.50
C. COPY 35.00
TOTAL 87.50
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BALANCE DUE _____
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FILED
97 NOV 25 PM 1:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

11/25/97

**AFFIDAVIT AND
CERTIFICATE OF LIMITED PARTNERSHIP
OF
VESTCOR FUND XII, LTD.**

FILED
97 NOV 25 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned general partner files this Affidavit and Certificate of Limited Partnership of Vestcor Fund XII, Ltd. with the Florida Secretary of State pursuant to the requirements of Section 620.108 of the Florida Revised Uniform Limited Partnership Act ("Act") in order to form a Florida limited partnership.

1. **NAME.** The name of the limited partnership is Vestcor Fund XII, Ltd.

2. **MAILING ADDRESS OF THE OFFICE AT WHICH THE RECORDS REQUIRED TO BE MAINTAINED BY THE PARTNERSHIP UNDER THE ACT ARE KEPT IS:** 3030 Hartley Road, Suite 100, Jacksonville, Florida 32257.

3. **REGISTERED AGENT OF THE LIMITED PARTNERSHIP WILL BE:** Vestcor Partners XII, Inc., whose business address is 3030 Hartley Road, Suite 100, Jacksonville, Florida 32257.

4. **NAME AND ADDRESS OF THE GENERAL PARTNERS OF THE PARTNERSHIP ARE AS FOLLOWS:**

<u>NAME</u>	<u>ADDRESS</u>
Vestcor Partners XII, Inc.	3030 Hartley Road, Suite 100 Jacksonville, Florida 32257

5. **THE EFFECTIVE DATE OF THIS LIMITED PARTNERSHIP SHALL BE:** November 23, 1997, or when this Certificate is filed with the Secretary of State, if later.

6. **THE LATEST DATE UPON WHICH THE LIMITED PARTNERSHIP IS TO BE DISSOLVED AND ITS AFFAIRS WOUND UP WILL BE:** November 1, 2058.

7. **CONTRIBUTIONS AND ANTICIPATED CONTRIBUTIONS OF LIMITED PARTNER:** The limited partner will make initial capital contributions for his partnership interest of One Thousand and no/100 Dollars (\$1,000.00) and it is anticipated that the limited partner will make additional capital contributions of up to Six Thousand Five Hundred and no/100 Dollars (\$6,500.00).

8. **AFFIRMATION.** Each general partner hereby acknowledges that pursuant to the Act:

8.1 The execution of this certificate by the general partners constitutes an affirmation under penalties of perjury that the facts stated herein are true;

8.2 The general partner accepts the liability imposed by the Act on the general partner for a false statement contained in this certificate; and

8.3 If, after the execution of this certificate a general partner knows that any arrangement or other fact described in this certificate has changed, making the statement inaccurate in any material respect, the general partner will forthwith cause this certificate to be cancelled or amended or file a petition for its cancellation or amendment pursuant to the terms of the Act.

EXECUTED as of this 6th day of November, 1997.

GENERAL PARTNER:

VESTCOR PARTNERS XII, INC.
Florida corporation

By: Kristen K. Packard
Kristen K. Packard
Vice-President

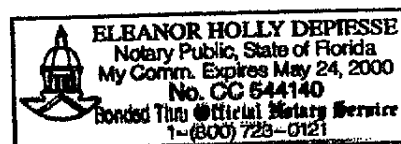
STATE OF FLORIDA }
 }SS
COUNTY OF DUVAL }

The foregoing instrument was acknowledged before me this 6th day of November, 1997, by Kristen K. Packard, Vice-President of Vestcor Partners XII, Inc., a Florida corporation, on behalf of the corporation.

Eleanor Holly Depiesse
(Print Name _____)
NOTARY PUBLIC
State of Florida at Large
Commission # _____
My Commission Expires: _____

Personally Known ✓
or Produced I.D. _____
[check one of the above]

Type of Identification Produced _____



**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.061 and 620.105, Florida Statutes, the following is submitted:

Vestcor Fund XII, Ltd., desiring to organize under the laws of the State of Florida hereby designates Vestcor Partners XII, Inc. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 3030 Hartley Road, Suite 100, Jacksonville, Florida 32257.

**VESTCOR FUND XII, LTD., a
Florida limited partnership**

By: **VESTCOR PARTNERS XII,
INC., a Florida
corporation, its general
partner**

By: Kristen K. Packard
Kristen K. Packard
Vice-President

Dated: November 6, 1997

Having been named to accept service of process for the above named limited partnership at the place designated in this Affidavit and Certificate, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of the Florida Revised Uniform Limited Partnership Act (1986) relative to the keeping of said office and the proper and complete performance of its duties.

**VESTCOR PARTNERS XII, INC., a
Florida corporation**

By: Kristen K. Packard
Kristen K. Packard
Vice-President

Dated: November 6, 1997