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A97-2561

LIMITED PARTNERSHIP AMENDMENT

VESTCOR FUND XIII, LTD.

Certificate of Status	0
Certified Copy	0
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02 JAN 11 11:11:03
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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP OF
VESTCOR FUND XIII, LTD.**

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on November 25, 1997, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Article 3 is amended to read in its entirety as follows:

3. The name and address of the agent for service of process on the Partnership is:

Stephen A. Frick
3020 Hartley Road, Suite 300
Jacksonville, Florida 32257

SECOND: Article 4 is amended to read in its entirety as follows:

4. The name and address of the General Partner of the Partnership is:

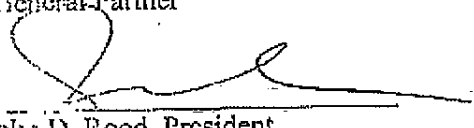
Vestcor Partners XIII, LLC
3020 Hartley Road, Suite 300
Jacksonville, Florida 32257

THIRD: This Certificate of Amendment shall be effective at the time of its filing with the Florida Department of State.

VESTCOR PARTNERS XIII, INC.
Current General Partner

By: 
John D. Rood, President

VESTCOR PARTNERS XIII, LLC
New General Partner

By: 
John D. Rood, President

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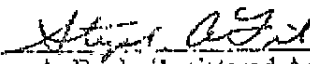
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**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
VESTCOR FUND XIII, LTD.**

Pursuant to Chapter 620, Florida 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 FUND XIII, LTD., 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 agent, acknowledging hereby that he is familiar with and accepts the obligations of his position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate in Jacksonville, Duval County, Florida on this 9th day of January, 2002.



Stephen A. Frick, Registered Agent

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