

ACCOUNT NO.: 07210000032

REFERENCE: 626092 9196A

AUTHORIZATION :

ORDER DATE: December 8, 1997

ORDER TIME : 2:22 PM

ORDER NO. : 626092-015

CUSTOMER NO:

9196A

CUSTOMER: Ms. Clare Phillips

KATHERINE A. CHRISTY, ESO

Suite 150

250 International Parkway

EPOCH INVESTORS XI, LTD.

EFFECTIVE DATE:

	ARTICLES OF	INCORPORATION		
XX	CERTIFICATE	OF	LIMITED	PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

CERTIFICATE OF LIMITED PARTNERSHIP

1.	EPOCH INVESTORS XI, LTD.	
	(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partne	rship")

- 2. 250 International Parkway, Suite 150, Heathrow, Florida 32746 (Business address of Limited Partnership)
- 3. C. Thomas Selby
 (Name of Registered Agent for Service of Process)
- 4. 250 International Parkway, Suite 150, Heathrow, Florida 32746 (Florida street address for Registered Agent)
- 5. (Registered Agent must sign here to accord designation as Registered Agent for Service of Process)
- 6. 250 International Parkway, Suite 150, Heathrow, Florida 32746 (Mailing Address of the Limited Partnership)
- 7. The latest date upon which the Limited Partnership is to be dissolved is: December 31, 2027
- 8. Name(s) of General Partner(s):

Street Address:

EPI XI, INC.

pa7000103279

250 International Pkwy., Ste. 150 Heathrow, FL 32746

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 4th day of December, 1997.

Signature of all General Partners:

EPI XI, INC.

C. Thomas Selby, President

STATE OF FLORIDA COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared C. Thomas Selby as President of EPI XI, INC., to me known to be the person described in and who executed the foregoing instrument, and who acknowledged before me that he executed the same on behalf of said corporation.

WITNESS my hand and official seal at Seminole County, Florida, this 4th day of December, 1997.

CLARE B. PHILLIPS
COMMISSION # CC 659673
EXPIRES AUG 23, 2001
BONDED THRU
OF FUS ATLANTIC BONDING CO., INC.

Print Name: Clare B. Phillips Notary Public - State of Florida Commission Number: CC 310293

My Commission Expires: August 23, 2001

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

The undersigned constituting all of the general partners of EPOCH INVESTORS XI, LTD. Florida himited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$100.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 100.00

Signed this 4th day of December, 1997.

FURTHER AFFIANT SAYETH NOT.

EPI XI, INC

C. Thomas Selby, President

c:\wp51\fcsc\cert-ltd.xi