

FROM HILL, WARD & HENDERSON

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: HILL, WARD & HENDERSON, P.A.
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NAME: OREGON PARTNERS NO. 20, LTD.
AUDIT NUMBER.....H98000008360
DOC TYPE.....FLORIDA LIMITED PARTNERSHIP
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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF LTD.
OF
OREGON PARTNERS NO. 20, LTD.**

The undersigned parties, desiring to form a limited partnership under the Florida Revised Uniform Limited Partnership Act, do hereby certify and swear as follows:

- I. Name. The name of the partnership shall be:
OREGON PARTNERS NO. 20, LTD.
- II. Name and Address of Registered Agent. The registered agent is:

STEPHEN M. HUDOBA
101 East Kennedy Blvd., Suite 3700
Tampa FL 33602

- III. General Partner: The sole general partner shall be:
Oregon Properties, Inc. 314543
c/o Barclay Group
1123 Overcash Drive
Dunedin FL 34698

- IV. The location of Principal Place of Business and Mailing Address shall be:

c/o Barclay Group
1123 Overcash Drive
Dunedin FL 34698

- V. Term. The term for which the limited partnership is to exist will be from the date of the filing of this Certificate of Limited Partnership until dissolution, which shall be:

- (a) on December 31, 2028;
- (b) upon the sale, abandonment or disposal by the limited partnership of all or substantially all of its assets;
- (c) upon the entry of a final judgment, order or decree of a court of competent jurisdiction adjudicating the LTD. to be bankrupt, and the expiration of the period, if any, allowed by applicable law to appeal therefrom;

Prepared by: Stephen M. Hudoba, Esquire
Hill, Ward & Henderson, P. A.
P. O. Box 2231, Tampa FL 33601-2231
(813) 221-3900
Florida Bar Number 507644

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(d) by a written agreement to that effect entered into by the general partner and the limited partner.

Under penalties of perjury the undersigned declares that the undersigned has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

Signed this 14th day of April, 1998.

"General Partner"

Oregon Properties, Inc.

By: 

Daniel L. Vietto, Vice President

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TALLAHASSEE, FLORIDA

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REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for the above stated limited partnership, I hereby accept appointment as its agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Stephen M. Hudoba

Date: 4/24/98

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

THE undersigned, constituting all of the general partners of OREGON PARTNERS NO. 20, LTD., a Florida limited partnership, certify:

1. The amount of capital contributions to date of the limited partners is \$100.00.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00

FURTHER AFFIANT SAYETH NOT.

Under penalty of perjury, I declare that I have read the foregoing and that the facts alleged are true to the best of my knowledge and belief.

DATED this 4th day of April, 1998.

FURTHER AFFIANT SAYETH NOT.

Oregon Properties, Inc., a Florida corporation,
General Partner

By: 

Daniel L. Vietto, Vice President

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this April 4th, 1998, by Daniel L. Vietto, Vice President of Oregon Properties, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.


Notary Public

My Commission Expires
Commission Number



LINDA F TIMM
My Commission CQ557954
Expires May, 28, 2000