



THE UNITED STATES CORPORATION COMPANY

A99000001852

ACCOUNT NO. : 072100000032

REFERENCE : 475113 9196A

AUTHORIZATION : Patricia Pizut

COST LIMIT : \$ 140.00

ORDER DATE : November 9, 1999

ORDER TIME : 2:49 PM

ORDER NO. : 475113-035

700003040397-9

CUSTOMER NO: 9196A

CUSTOMER: Ms. Clare Phillips
KATHERINE A. CHRISTY, ESQ
KATHERINE A. CHRISTY, ESQ
Suite 150
250 International Parkway
Heathrow, FL 32746

DOMESTIC FILING

NAME: EPOCH INVESTORS XVII, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

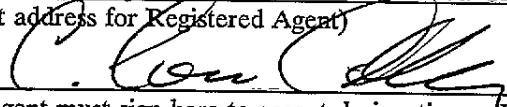
EXAMINER'S INITIALS:

BK 11/9/99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV -9 PM 5: 15
RECEIVED
99 NOV -9 PM 3: 13
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV -9 PM 5:15

1. EPOCH INVESTORS XVII, LTD.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
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 accept 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 XVII, Inc.	250 International Pkwy., Ste. 150 Heathrow, FL 32746

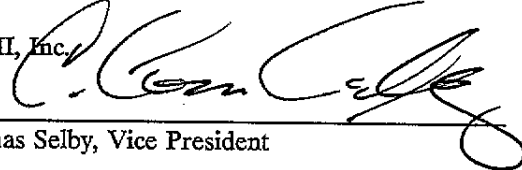
P 99000048815

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 8th day of November, 1999.

Signature of all General Partners:

EPI XVII, Inc.

By: 
C. Thomas Selby, Vice President

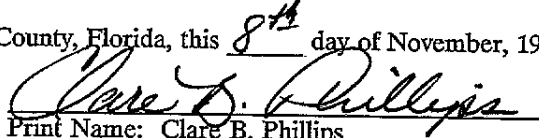
STATE OF FLORIDA
COUNTY OF SEMINOLE

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 Vice President of EPI XVII, 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 8th day of November, 1999.



CLARE B. PHILLIPS
COMMISSION # CC 659673
EXPIRES AUG 23, 2001
BONDED THRU
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 XVII, LTD., a Florida limited 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 8th day of November, 1999.

FURTHER AFFIANT SAYETH NOT.

EPI XVII, INC

By: 

C. Thomas Selby, Vice President

c:\wp51\fcsc\clp-xv.ii

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV - 9 PM 3:15