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Division of Corporations

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LIMITED LIABILITY COMPANY

Vestcor Partners XXXVIII, LLC

Certificate of Status	0
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Page Count	02
Estimated Charge	\$125.00

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FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

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December 13, 2002

MCGUIRE, WOODS, HATTLE & BOOTHE LLP

SUBJECT: VESTCOR PARTNERS XXXVIII, LLC
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**ARTICLES OF ORGANIZATION FOR
VESTCOR PARTNERS XXXVIII, LLC**

ARTICLE I - NAME

The name of the Limited Liability Company is:

VESTCOR PARTNERS XXXVIII, LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

3020 Hartley Road
Suite 300
Jacksonville, Florida 32257

ARTICLE III - REGISTERED AGENT & REGISTERED OFFICE

The name and the Florida street address of the registered agent are:

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

ARTICLE IV - MANAGEMENT (Check box if applicable.)

☒ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.


Stephen A. Frick, Vice President

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
VESTCOR PARTNERS XXXVIII, LLC**

Pursuant to Chapter 608, Florida Limited Liability Company 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 PARTNERS XXXVIII, LLC, 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 12th day of December, 2002.


Stephen A. Frick, Registered Agent

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