

A28869
 Public Storage Institutional
 Fund III, A California Limited
 Partnership

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 98 FEB -2 AM 9:30

Requestor's Name
 P.O. Box 25025
 Address
 Glendale, CA 91201-5025
 City/State/Zip Phone #
 Obren B. Gench - (818) 244-8080
 ext. 431

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Public Storage Institutional Fund III, A
(Corporation Name) (Document #)
2. California Limited Partnership - A28869
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

000002427450--8
 -02/11/98--01008--010
 *****52.50 *****52.50

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

CORAPAMND

Examiner's Initials kwM

2-2



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DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 9, 1998.

PUBLIC STORAGE INSTITUTIONAL FUND III, A CALIFORNIA LIM
P. O. BOX 25025
GLENDALE, CA 91201-5025

SUBJECT: PUBLIC STORAGE INSTITUTIONAL FUND III, A CALIFORNIA
LIMITED PARTNERSHIP
Ref. Number: A28869

We have received your document for PUBLIC STORAGE INSTITUTIONAL FUND III, A CALIFORNIA LIMITED PARTNERSHIP and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please include PSI INSTITUTIONAL ADVISORS AND PS TEXAS HOLDINGS, LTD in the amendment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Kenny Manning
Corporate Specialist

Letter Number: 398A00000862

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CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF

Public Storage Institutional Fund III, A California Limited Partnership

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

Previous General Partner:

~~Public Storage, Inc.~~
~~Document Number: 850308~~

B. Wayne Hughes
An Individual

Current General Partner:

HFAC Three, Inc.
Document Number: F96000002629

PS Texas Holdings, Ltd.
Document Number: B97000000298

This change was effective June 17, 1997.

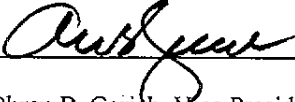
HFAC Three, Inc.

PSI Institutional Advisors, Inc.

BY: 
Obren B. Gerich, Vice President

BY: 
Obren B. Gerich, Vice President

PS Texas Holdings, Ltd.

BY: 
Obren B. Gerich, Vice President
PS GPT Properties, Inc., general
partner of PS Texas Holdings, Ltd.

Date: 01-22-98

STATE OF CALIFORNIA
COUNTY OF LOS ANGELES

On 01-22-98, before me, Joseph A. Dizon, personally appeared Obren B. Gerich, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature 