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SIGNATURE:

FILED Apr 20, 2004 08:00 AM Secretary of State

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DOCUMENT # B9500000194 1. Entity Name INDEPENDENCE TAX CREDIT PLUS LIMITED PARTNERSHIP III				Secretary of State
Principal Place of Business C/ OTHE RELATED COMPANIES, L.P 625 MADISON AVENUE NEW YORK, NY 10022		Mailing Address C/O THE RELATED COS. LP//ATTN: L. BENJAMIN 625 MADISON AVENUE NEW YORK, NY 10022		
2. Principal Place of Business		3. Mailing Address		
Suite, Apt. #, etc		Suite, Apt. #, etc.		01262004 Chg-LP CR2E003 (10/03)
City & State		City & State		4. FEI Number Applied For 13-3746339 Not Applicable
Zip	Country	Zip	Country	5. Certificate of Status Desired See Required Fee Required
	6. Name and Address of Current I	Registered Agent		7. Name and Address of New Registered Agent
			Name	
CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE, FL 32301-2525			Street Address (P.O. Box Number is Not Acceptable)	
			City	FL Zip Code
B. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.				
SIGNATURE Signature typed or brinted name of registered agent and title if applicable DATE				
Capital Contributions as Shown on record \$1,378,754.00 In FLORIDA to date				
A GENERAL PARTNER THAT IS A BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE. NOTE: General Partners MAY NOT be changed on the form; an amendment must be filed to change a general partner.				
12. GENERAL PARTNER INFORMATION			13.	ADDRESS CHANGES ONLY
DOCUMENT # NAME	B95000000193 RELATED INDEPENDENCE ASSOCIATES III, L.P.		STREET ADDRESS	
STREET ADDRESS CITY-ST-ZIP	RELATED CAPITAL COMPANY (NEW YORK, NY 10022	PITAL COMPANY 625 MADISON AVENUE IY 10022		
DOCUMENT # NAME			STREET ADDRESS	Upopport of the particular to
STREET ADDRESS CITY ST-ZIP			CITY-SI-ZIP	U00600135938 04/29/04-80004-020 526.25
DOCUMENT # NAME			STREET ADDRESS	
STREET ADDRESS CITY+ST-ZIP			CITY-ST-ZIP	
NAME STREET ADDRESS			STREET ADDRESS	
CITY-ST-ZIP			CITY+ST-ZIP	
DOCUMENT # NAME STREET ADDRESS			STREET ADDRESS	
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NAME STREET ADDRESS			STREET ADDRESS	
CITY CT TIE	l		CITY-ST-ZIP	İ

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i). Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING GENERAL PARTNER