

A010000000810

Acquire III, LLLP
P. O. Box 5649
Destin, FL 32541

FILED
01 JUN 18 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 16, 2001

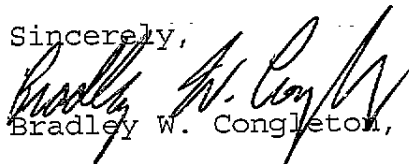
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

20000042-01123-001
-05/21/01-01123-001
*****95.00 *****25.00

To Whom It May Concern:

Enclosed are the forms for filing Acquire III, LLLP. Please direct any questions to me at (850) 837-0718. Please send the acknowledgement to the address above. Thank you for your attention.

Sincerely,


Bradley W. Congleton, CPA

A01-810
AL

**STATEMENT OF QUALIFICATION FOR
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership as identified in the records of the Florida Department of State:
Acquire III, Ltd

Insert limited partnership's Florida document number: A010000000810
or

Attach certificate of limited partnership, affidavit of capital contributions and applicable limited partnership filing fees.

2. Suffix adopted for the above named partnership: LLLP
(LLP, LLLP.)

3. The street address of its chief executive office: 155 Crystal Beach Drive, Suite 200
(if different from current recorded address): Destin FL 32541

4. The street address of principal office in Florida: Same
(if different from above)

5. The limited partnership hereby elects to be a limited liability limited partnership.

6. The effective date of this filing shall be:

XX as of the date this document is filed with the Florida Secretary of State
or
___ a date later than the time of filing: _____

7. The name and Florida street address of the partnership's agent for service of process:

Jacque Castle, 155 Crystal Beach Drive, Suite 200, Destin, FL 32541

_____, Florida _____

The execution of this statement as a partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Signed this 9th day of May, 2001

Signature of TWO Partners:

X Jacque Castle
X Chris Cadenhead

Typed or printed names of partners signing above: Jacque Castle, President Acquire Corporation
Chris Cadenhead

Filing Fee: \$25.00
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75