## FILE ON OR BEFORE DECEMBER 31, 1997 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

**LIMITED PARTNERSHIP** ANNUAL REPORT 1998



FLORIDA DEPARTMENT OF STATE

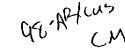
Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

1. Name of Limited Partnership

**DOCUMENT#** A95000001633

CNL RETAIL INVESTORS III LTD



FILED 97 NOV 20 AM 9: 11 SECRETARY OF STATE TALLAHASSEE, FLORIDA



Malling Address	Principal Office Address		3. Date Formed or Registered	<b>5a.</b> Capital Contributions as Shown on record.
400 EAST SOUTH STREET, SUITE 500	400 EAST SOUTH STREET, SUI	TE 500	10/31/1995	#0.000.000.00
ORLANDO FL 32801	ORLANDO FL 32801		38. Date of Last Report	\$3,000,000.00
			01/21/1997	5b. Amount of Capital Contributions in FLORIDA
2. Mailing Address	2a. Principal Office Address		4. State or Country of Formation	to date
No. 10 April 18 and 18	0.2. A.		FL	\$3,000,000.00
Suite, Apt. #, etc.	Suite, Apt. #, ctc.		6, FEI Number	Applied For
City & State	City & State		59-3344730	Not Applicable
Zip Country	Zip Country		7. Certificate of Status Desired	\$8.75 Additional Fee Required
		·	8. Make check payable to: Dept. of	f State (See reverse side for fee Informat
9. Name and Address of Co	urrent Registered Agent		10. If changed, new Reg stere	ed Agent/Office
DOUBLE DOPPOT 4		Name		F7/A - F4 - F
BOURNE, ROBERT A 400 EAST SOUTH STREET, SUITE 500	1	Street Address (P.C	). Box Number le Not Acceptable)	3572376
ORLANDO FL 32801		Suite, Apt #, etc. —11/25/97—01088—019		
ORLANDO FL 32801		Suite, Apr. #, etc.		الرياق والمراجع والمراجع والمراجع والمراجع والمراجع والمراجع والمراجع والمراجع
ORLANDO FL 32801		City		50.00 ***550.00
Oa. Pursuant to the provisions of sections 620.10	51 and 620 192, Florida Statutes, the above nan	City	来事業本 rganized or registered under the laws of t	FL 7ip Code
Oa. Pursuant to the provisions of sections 620.10 for the purpose of changing its registered off egont. Lam familiar wills, and accept the oblig signature (Registered Agent Accepting Appointment A GENERAL PARTNER TH	co or registered agent, or both, in the State of Figations of section 620, 192, Florida Statutes  AT IS A CORPORATION,	City  ned Imited partnership of torida. Such change was	東海東東 rganized or registered under the laws of t authorized by its general partner(s). I her	FL Zip Code the State of Florida, submits this statement of registers the appointment of registers
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this annual report is true and accurate and that my signature shall have the same legal effects as if made under earli. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chaptal 120, Florida Statutes.

SIGNATURE -

Robert A. Bourne

Daytime Telephone Number (407) 422-1574