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Division of Corporations Fax Number : (850)617-6383

From:

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**Enter the email address for this business entity to be used annual report mailings. Enter only one email address please.*

Email Address:_

FLORIDA/FOREIGN LP/LLLP Cabot Industrial Value Fund III Operating Partnership L.P.

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September 27, 2010

FLORIDA DEPARTMENT OF STATE Division of Corporations

CT CORPORATION

SUBJECT: CABOT INDUSTRIAL VALUE FUND III OPERATING PARTNERSHIP L.P. REF: W10000045047

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Cannot process this name because the General Partner has been rejected. Please resend once the General Partner has been filed.

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) 245-6067.

Neysa Culligan Regulatory Specialist II FAX Aud. #: H10000211038 Letter Number: 210A00022912



P.O BOX 6327 - Tallahassee, Florida 32314

APPLICATION BY FOREIGN LIMITED PARTNERSHIP OR LIMITED LIABILITY LIMITED PARTNERSHIP TO TRANSACT BUSINES IN FLORIDA

FILED SECRETARY OF STATE VISION OF CORPORATION

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10 SEP 23 AH 9: 46

DIV

Cabot Industrial Value Fund III Operating Partnership, L.P.

(Nume of Limited Partnership or Limited Liability Limited Partnership, which must include suffix) Acceptable Limited Partnership suffixes Limited Partnership, Limited, L.P., LP., or Ltd Acceptable Limited Liability Limited Partnership suffixes Limited Liability Limited Partnership, LL L.P. or LLLP.

[Fname unavailable, name under which the limited purpership or limited liability limited partnership proposes to register to transact business in Florida; must contain acceptable suffix.

Z .	DE	3		7/01/08
- •	State or Country of Formation		Date of I	formation
4.	C T Co	rporation	System	
-	Nume of Registered	Agent for	Service of Proc	223
5.	1200 Sout	h Pine I	sland Road	
	Plorida street add			
	Plantat	tion, FL :	33324	
c on	I hereby accept the appointment as registered mply with the provisions of all statutes relative of I am familiar with an accept the obligations of	to the prop	er and comple	te performance of my duties.
	Barlana			Barbara A. Burke Special Assistant Secretary
	Signature o	21 ICERISION	n Agent	
7.	One Beaco	on Street	, Ste. 1700	

Principal office address

Boston, MA 02108

8. If limited partnership is a limited liability limited partnership, check box

Page 1 of 3

9 One Beaco	on Street, Ste. 1700					
(Mai	ling address)					
Boston, MA 02108						
0. Name, principal office address, and m	witting address of each general partner:					
El- 4272	One Beacon Street, Ste. 1700 Street Address Boston, MA 02108					
	One Beacon Street, Ste. 1700 Mailing Address Boston, MA 02108					
Name	Street Address					
	Muiling Address					
Name	Streel Address					
	Mailing Address					
Name	Street Address					

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Page 2 of 3

Mailing Address

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	Mailing Address

11. Effective date, if other than the date of filing:____

(Effective date cannot be prior to nor more than 90 days after the date this document isfiled by the Florida Department of State.)

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to the delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of the entity's records in the jurisdiction under the law of which it is organized.

Signed this	day of	September	,20	10
	HERET: LUE FUND IFT, BOR, JR. BSIGBRE	INC.		

Filing Fees: Certified Copy (optional); Certificate of Status (optional);

\$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee) \$ 52.50 \$ 8.75 10 SEP 23

AH 9 46

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PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CABOT INDUSTRIAL VALUE FUND III OPERATING PARTNERSHIP, L.P." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE IWENTY-THIRD DAY OF SEPTEMBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



W. Bullock, Secretary of State TION: 8245967 AUTHENTYC

DATE: 09-23-10

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100935371 You way verify this cortificate onlig at corp.deleware.gov/authver.ehtml