

FILE ON OR BEFORE DECEMBER 31, 1996 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra Morham
Secretary of State
DIVISION OF CORPORATIONS

95 DEC 17 AM 11:10
SECRETARY
TALLAHASSEE, FLORIDA



12/19

1. Name of Limited Partnership
1a. DOCUMENT #
B94000000083
**SOUTH ATLANTIC VENTURE FUND III, LIMITED PARTNER
SHIP**

Mailing Address 614 WEST BAY STREET, SUITE 200 TAMPA FL 33606-2704		Principal Office Address 614 WEST BAY STREET, SUITE 200 TAMPA FL 33606-2704	
2. Mailing Address	2a. Principal Office Address		
Suite, Apt. #, etc.	Suite, Apt. #, etc.		
City & State	City & State		
Zip	Country	Zip	Country

3. Date Formed or Registered 03/09/1994	5a. Capital Contributions as Shown on record \$39,750,000.00
3a. Date of Last Report 12/26/1995	5b. Amount of Capital Contributions in FLORIDA to date 39,750,000.00
4. State or Country of Formation DE	
6. FEI Number 59-3233309	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
7. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
8. Make check payable to Dept of State (See reverse side for fee information)	

9. Name and Address of Current Registered Agent BURTON, DONALD W. 3803 BAYSHORE BOULEVARD TAMPA FL 33629-8942	10. If changed, new Registered Agent/Office Name Street Address (P.O. Box Number Is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code
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10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment) _____ DATE _____

**A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.**

11. Name(s) of General Partner(s) SOUTH ATLANTIC VENTURE PARTN	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 614 WEST BAY STREET,	11b. City, State & Zip Code TAMPA FL 33606	11c. Registration/ Document Number B94000000082
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Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE DATE **12-17-95**
Typed or Printed Name of General Partner Signing Form **DONALD W. BURTON** Daytime Telephone Number **813-253-2500**