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DOCUMENT: # - ~ B9600000430 1. Entity Name								FILED			
U.S. RETAIL INCOME FUND III, LIMITED PARTNERSHIP								02 MAY -7 AM 9: 41			
Principal Place of Business 3350 ŘIVERWOOD PKWY STE. 1500 ATLANTA GA 30339				Mailing Address 3350 RIVERWOOD PKWY STE. 1500 ATLANTA GA 30339				SECRETARY OF STATE TALLAHASSEE, FLORIDA			
9. Principal Plans of Ourising											
Principal Place of Business Mailing Address Mailing Address								1 1041141			11 45111 51555 71111 5511 (551
Suite, Apt. #, etc.				Suite, Apt. #, etc.			DUE BY MAY 1, 2002				
City & State				City & State				4. FEI Number 62-1663247 Applied For Not Applicable			
Zip	Country		Z	Zip Cour		ntry	,	5. Certificate of Status Desired 38.75 A		8.75 Additional e Required	
	6. Name	and Address of Current	Regist	ered Agent		Name	7. Name and Address of New Registered Agent				
C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD							Street Address (P.O. Box Number is Not Acceptable)				
PLANTATION FL 33324											
v						City	FL Zip Code				
8. 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.											
SIGNATURE											
9. Capital Contributions as Shown on record. \$7,174,000.00 In FLORIDA to date						butions	11. MAKE CHECK PAYABLE TO DEPT. OF STATE SEE REVERSE SIDE FOR FEE INFORMATION				
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.	13.	i, an anc	- Idilicii	t must be med		ANGES ONLY	U 1.				
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indicated	on this report	information supplied with t is true and accurate and t	แทร กับ that mv	ig does not quality for the signature shall have the	e exer	npuon stat alegal effec	ed in Sec at as if ma	ade under oath: tl	niorida Statutes. nat Lam a Gener	i further certify al Partner of the	triat the information

SIGNATURE: _/

5/1/02 (770)618-350D Date Daytime Phone #