

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

FILED

07 NOV 18 AM 9:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



SECRETARY OF STATE
DIVISION OF CORPORATIONS

B9700000576

1. Name of Limited Partnership CMD/Fund III GP Investments, L.P. <i>QF-AR CM</i>		1a. DOCUMENT # B9700000576	
2. Mailing Address 227 W. Monroe Street Chicago, Illinois 60606		2a. Principal Office Address 227 W. Monroe Street Chicago, Illinois 60606	
3. Date Formed or Registered 10/28/97		5a. Capital Contributions as Shown on record. \$100.00	
3a. Date of Last Report N/A		5b. Amount of Capital Contributions in FLORIDA to date. 0	
4. State or Country of Formation Illinois		6. FEI Number 36-4184138	
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 Paul J. Kilgallon c/o CMD Realty Investors, Inc. 899 West Cypress Creek Road, Suite 109 Ft. Lauderdale, Florida 33309-2046		10. If changed, now 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)	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/Document Number
CMD REIM III, Inc.	227 W. Monroe Street Suite 3900	Chicago, Illinois 60606	B9700000576 200002358152--1 -11/26/97--01031--001 ***156.25 ***156.25

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 **11/06/97**
Typed or Printed Name of General Partner Signing Form: **CMD REIM III, Inc.**
By: **Randal J. Selig, Exec. V.P.** Daytime Telephone Number: **(312) 726-3121**

CR2E003 (6/97)

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 CMD/Fund III GP Investments, L.P. *OK-AR CM*

1a. DOCUMENT #
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Principal Office Address 227 W. Monroe Street, Suite 3900 Chicago, Illinois 60606

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9. Name and Address of Current Registered Agent
 Paul J. Kilgallon
 c/o CMD Realty Investors, Inc.
 899 West Cypress Creek Road, Suite 109
 Ft. Lauderdale, Florida 33309-2046

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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CMD REIM III, Inc.	227 W. Monroe Street Suite 3900	Chicago, Illinois 60606	B97000000576 200002358152--1 -11/25/97--01091--001 ****156.25 ****156.25

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CR2E003 (6/97)