

Document Number

**B99000000150**

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

200002833962--8  
-04/08/99--01001--005  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

CORPORATION(S) NAME

Industrial Property Fund III, L.P.

FILED STATE  
SECRETARY OF CORPORATIONS  
99 APR -8 PM 4: 26

- |   |   |   |
|---|---|---|
| <input type="checkbox"/> Profit                         | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit                      |   |   |
| <input checked="" type="checkbox"/> Foreign             | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
|   | <input type="checkbox"/> Reinstatement          |   |
| <input checked="" type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> LLC                            | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> Change of RA       |
|   | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Certified Copy                 | <input type="checkbox"/> Photocopies            | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Call When Ready                | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In             | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out                       |   |   |

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
Acknowledgement \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

04/08/99

*(Handwritten circled 'B')*

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

RECEIVED  
APR 8 - 8 PM 3:09

RECEIVED

*This should have been presented  
Second to IOI-6P II, Inc.  
which was filed today.*

*True  
JFB*

Florida Department of State, Sandra B. Mortham, Secretary of State  
**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

FILED  
SECRETARY OF STATE  
CORPORATIONS  
99 APR -8 PM 4:26

1. Industrial Property Fund III, L.P.  
(Name of limited partnership as it is in the home state)

2. \_\_\_\_\_  
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Georgia 4. April 6, 1999  
(State of Formation) (Date of Formation)

5. C T CORPORATION SYSTEM  
(Name of Registered Agent for Service of Process)

6. 1200 South Pine Island Road  
(Street Address of Registered Office)

Plantation, Florida 33324  
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process.

Mary R. Adams  
C T CORPORATION SYSTEM  
(Officer must sign on this line) **MARY R. ADAMS**  
**ASSISTANT SECRETARY**

8. 3424 Peachtree Road, N.E., Suite 1500  
Atlanta, GA 30326  
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAME OF GENERAL PARTNERS STREET ADDRESS  
See 1 in Addendum

10. 3424 Peachtree Road, NE, Suite 1500, Atlanta, Georgia 30326  
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

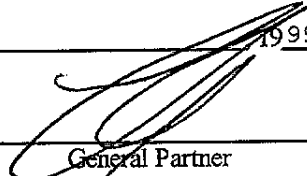
CONTINUED

12. 3424 Peachtree Road, NE, Suite 1500, Atlanta, Georgia 30326

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 29th day of March, 1999



General Partner  
Henry D. Gregory, Jr.

FILED  
SECRETARY OF STATE  
CORPORATIONS  
99 APR -8 PM 4:26

STATE OF Georgia

COUNTY OF Fulton

On this 29th day of March, 1999,

Henry D. Gregory, Jr. personally appeared before me,

who is personally known to me

whose identity I proved on the basis of \_\_\_\_\_

  
\_\_\_\_\_  
(Notary Public Signature)

Maria M. Caraballo  
\_\_\_\_\_  
(Notary's Printed Name)

Notary Public, Cherokee County, Georgia  
My Commission Expires Oct. 5, 2001

Seal My Commission Expires: \_\_\_\_\_

Addendum

1. Name:

IDI-GP III, Inc.

Address:

3424 Peachtree Road, NE., Suite 1500 Atlanta, Georgia 30326

F9900001847

RECORDED FILED  
SECRETARY OF STATE  
CORPORATIONS  
99 APR -8 PM 4: 26

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP**

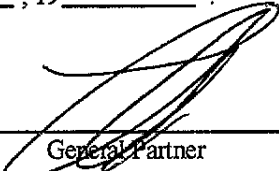
FILED  
SECRETARY OF STATE  
CORPORATIONS  
99 APR -8 PM 4:26

BEFORE ME, the undersigned, personally appeared Henry D. Gregory, Jr.  
a general partner of Industrial Property Fund III, L.P., a(an) Georgia  
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partners is \$ 100.
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 100.

*Under the penalties of perjury, I being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

This 29th day of March, 19 99

  
\_\_\_\_\_  
General Partner  
Henry D. Gregory, Jr.

STATE OF Georgia


COUNTY OF Fulton

On this 29 day of March, 19 99,

Henry D. Gregory, Jr. personally appeared before me,

who is personally known to me

whose identity I proved on the basis of \_\_\_\_\_

  
\_\_\_\_\_  
(Notary Public Signature)

Maria M. Caraballo  
\_\_\_\_\_  
(Notary's Printed Name)

Seal

My Commission Expires: Notary Public, Cherokee County, Georgia  
My Commission Expires Oct. 5, 2001