

2004 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# F02000006234

FILED
Apr 27, 2004
Secretary of State

Entity Name: USA REAL ESTATE PROFIT FUNDS III G.P., INC.

Current Principal Place of Business:

500 N. AKARD ST.
SUITE 4000
DALLAS, TX 752013387

New Principal Place of Business:

Current Mailing Address:

C/O CAMREAL
1 YOUNG STREET #1801
TORONTO, ONTARIO, m5e 1w7

New Mailing Address:

HOLD THYSSEN US REAL ESTATE
147 WEST LYMAN AVENUE
WINTER PARK, FL 32789

FEI Number: 76-0720134

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324 US

Name and Address of New Registered Agent:

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:

Electronic Signature of Registered Agent

Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: D () Delete
Name: MEDLA, KARSTEN
Address: SEBASTIAN STR. 31 D-91058
City-St-Zip: ERLANGEN, GERMANY,

Title: D () Delete
Name: SANTOWSKI, KLAUS-JURGEN
Address: SEBASTIAN STR. 31 D-91058
City-St-Zip: ERLANGEN, GERMANY,

Title: P () Delete
Name: LANGMANN, ANDRE
Address: SEBASTIAN STR. 31 D-91058
City-St-Zip: ERLANGEN, GERMANY,

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: ANDRE LANGMANN

P

04/27/2004

Electronic Signature of Signing Officer or Director

Date