2012 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# F02000006234

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

FILED Apr 24, 2012 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

33920 US HWY 19 33920 US HWY 19

PALM HARBOR, FL 34684 131

PALM HARBOR, FL 34684

Current Mailing Address: New Mailing Address:

33920 US HWY 19 33920 US HWY 19

PALM HARBOR, FL 34684 131

PALM HARBOR, FL 34684

FEI Number: 76-0720134 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

TAMPA BAY PROPERTY MANAGEMENT, INC.

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33920 US HWY 19 33920 US HWY 19

PALM HARBOR, FL 34684 US 131
PALM HARBOR, FL 34684 US PALM HARBOR, FL 34684 US

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: 04/24/2012

Electronic Signature of Registered Agent Date

OFFICERS AND DIRECTORS:

Title: [

Name: MEDLA, KARSTEN

Address: SEBASTIAN STR. 31 D-91058

City-St-Zip: ERLANGEN, GERMANY, XX D-91058 GE

Title: D

 Name:
 SONTOWSKI, KLAUS-JURGEN

 Address:
 SEBASTIAN STR. 31 D-91058

 City-St-Zip:
 ERLANGEN, GERMAN, XX D-91058 GE

Title: P

Name: KOEHLER, ROBERT
Address: SEBASTIAN STR. 31 D-91058

City-St-Zip: ERLANGEN, GERMANY, XX D-91058 GE

Title: 7

Name: SIMONITS, SANDY

Address: 55 CITY CENTRE DR,. STE. 800 City-St-Zip: MISSISSAUGA, ON L5B 1M3 CA

I hereby 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 all other like empowered.

SIGNATURE: SANDY SIMONITS ASO 04/24/2012