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Florida Department of State
Division of Corporations
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FOREIGN PROFIT/NONPROFIT CORPORATION

Cabot Industrial Value Fund III, Inc.

Certificate of Status	0
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Page Count	045
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September 27, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: CABOT INDUSTRIAL VALUE FUND III, INC.
REF: W10000044974

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Claretha Golden
Regulatory Specialist II
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FAX Aud. #: H10000211034
Letter Number: 010A00022887



September 24, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: CABOT INDUSTRIAL VALUE FUND III, INC.
REF: W10000044734

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Pamela Smith
Regulatory Specialist II
New Filing Section

FAX Aud. #: H10000211034
Letter Number: 010A00022737

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Cabot Industrial Value Fund III, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. MD 3. 26-3021357
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 07/01/08 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon the filing of this Application
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. One Beacon Street, Ste. 1700
(Principal office address)
- Boston, MA 02108
(Current mailing address)

8. To transact any and all lawful business for which corporation may be formed under the law of the state of Florida.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: Barbara A. Burke Barbara A. Burke
(Registered agent's signature) Special Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Director: Robert Patterson

Address: One Beacon Street, Ste. 1700

Boston, MA 02108

Director: Franz Colloredo-Mansfeld

Address: One Beacon Street, Ste. 1700

Boston, MA 02108

Director: Andrew Ebbott

Address: One Beacon Street, Ste. 1700

Boston, MA 02108

Director: Howard Hodgson

Address: One Beacon Street, Ste. 1700

Boston, MA 02108

Director: Ferdinand Colloredo-Mansfeld, One Beacon Street, Ste. 1700, Boston, MA 02108

B. OFFICERS

Chairman: Robert Patterson

Address: One Beacon Street, Ste. 1700

Boston, MA 02108

President: Franz Colloredo-Mansfeld

Address: One Beacon Street, Ste. 1700

Boston, MA 02108

Treas./Sec.: Mark A. Bechard

Address: One Beacon Street, Ste. 1700, Boston, MA 02108

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

Howard E. Hodgson, Jr.
Executive Vice President

14. _____

(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE
TELETYPE UNIT

10 SEP 23 AM 11:27

APPROVED
AND
FILED

STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL B. ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT CABOT INDUSTRIAL VALUE FUND III, INC., INCORPORATED JULY 01, 2008, IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

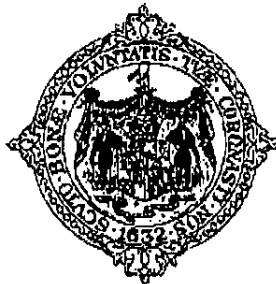
IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS SEPTEMBER 23, 2010.

Paul B. Anderson

Paul B. Anderson
Charter Division

SECRETARY OF STATE
PALM BEACH, FLORIDA

APPROVED
AND
FILED



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1340 / Outside Balto. Metro (888) 246-5941
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
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