

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # F98000002300			
1. Corporation Name ART FLORIDA PARTNERS III, INC.			
Principal Place of Business 10670 N. CENTRAL EXPRESSWAY, STE. 600 DALLAS TX 75231		Mailing Address 10670 N. CENTRAL EXPRESSWAY, STE. 600 DALLAS TX 75231	
2. Principal Place of Business		2a. Mailing Address	
21	Suite, Apt. #, etc	26	Suite, Apt. #, etc
22	City & State	27	City & State
23	Zip	28	Country
24	Country	29	Country
9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324			
11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above named corporation 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 the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.			
SIGNATURE Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature is not acceptable.) (DATE)			
12. OFFICERS AND DIRECTORS			
TITLE	P D	[] DELETE	
NAME	PAULSON, RANDALL M		
STREET ADDRESS	10670 N. CENTRAL EXPRESSWAY, STE. 600		
CITY-ST-ZIP	DALLAS TX 75231		
TITLE	V	[] DELETE	
NAME	BARTON, D. BRIAN		
STREET ADDRESS	10670 N. CENTRAL EXPRESSWAY, STE. 600		
CITY-ST-ZIP	DALLAS TX 75231		
TITLE	V	[] DELETE	
NAME	CANON, JAMES D III		
STREET ADDRESS	10670 N. CENTRAL EXPRESSWAY, STE. 600		
CITY-ST-ZIP	DALLAS TX 75231		
TITLE	V	[] DELETE	
NAME	ENDENDYK, BRUCE A		
STREET ADDRESS	10670 N. CENTRAL EXPRESSWAY, STE. 600		
CITY-ST-ZIP	DALLAS TX 75231		
TITLE	V	[] DELETE	
NAME	HOLLAND, THOMAS A		
STREET ADDRESS	10670 N. CENTRAL EXPRESSWAY, STE. 600		
CITY-ST-ZIP	DALLAS TX 75231		
TITLE	V	[] DELETE	
NAME	WELCH, STEWART N		
STREET ADDRESS	10670 N. CENTRAL EXPRESSWAY, STE. 600		
CITY-ST-ZIP	DALLAS TX 75231		
13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
13.1 TITLE	Secretary & Director	[] Change	[] Addition
13.2 NAME	Robert A. Welch		
13.3 STREET ADDRESS	10670 N. Central Expressway #600		
13.4 CITY-ST-ZIP	Dallas, Tx 75231		
13.5 TITLE		[] Change	[] Addition
13.6 NAME			
13.7 STREET ADDRESS			
13.8 CITY-ST-ZIP			
13.9 TITLE		[] Change	[] Addition
13.10 NAME			
13.11 STREET ADDRESS			
13.12 CITY-ST-ZIP			
13.13 TITLE		[] Change	[] Addition
13.14 NAME			
13.15 STREET ADDRESS			
13.16 CITY-ST-ZIP			
13.17 TITLE		[] Change	[] Addition
13.18 NAME			
13.19 STREET ADDRESS			
13.20 CITY-ST-ZIP			

FILED
99 MAR 10 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
04/22/1998
4. FEI Number
APPLIED FOR 76-2769540
5. Certificate of Status Desired [] **\$8.75 Additional Fee Required**
6. Election Campaign Financing Trust Fund Contribution [] **\$5.00 May Be Added to Fees**
8. This corporation owes the current year Intangible Personal Property Tax [] Yes [X] No
10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
FL 85 Zip Code

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

9/23/99

2/14/99 4:00

CR2E034 (11/98)