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ACCOUNT NO. : 072100000032

REFERENCE : 191425 4355031

AUTHORIZATION :

COST LIMIT : \$ 285.00

ORDER DATE: April 1, 1999

ORDER TIME : 9:19 AM

ORDER NO. : 191425-010

CUSTOMER NO: 4355031

CUSTOMER: Debra J. Pruitt, Legal Asst

Bingham Dana Llp 1200 19th Street, N.w.

Suite# 400

Washington, DC 20036

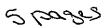
FOREIGN FILINGS

800002830548--2

NAME: REALTY ASSOCIATES FUND III LLC

XXXX QUALIFICATION (TYPE: LL)

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W. P. Verifyer	NCC						
A A A CHILLACA	DCC						



APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

Realty Associates Fund III LLC (Name of foreig	n limite	d liabi	lity compa	nv)		=			-
(Ivanic of foldig	II MILITEC	и наог	mty compan	<i>.,</i>					
Delaware	_ -			-3235					
(Jurisdiction under the law of which foreign limited liabil	lity		(1	FEI num	ber, if a	pplical	ble)		
company is organized)					<u></u>	<u>-</u>			
December 17, 1998	5.		Perpe		=		·	u 5	
(Date of Organization)		(Dura	ation: Year or "perpetu	limited	liabilit	y com	páńy v	will ce	ase t
		CXISE	or perpetu	· ·			: 茶:	APR	
Upon Qualification								20	
(Date first transacted business in Florida. (See sec	ions 6	08.501, 608	8.502, a	nd 817.	155, F.	S .)	တ်	Ш
c/o TA Associates Realty, 28 Stat	e Str	eet,	10th F1	oor	Ξ		1 7	2	J
						<u>'</u> _		22	
Boston, Massachusetts 02109							3 3 2 2 3 2 3 2 3 2 3 2 3 2 3 2 3 2 3 2	=	
(Street addr	ess of p	rincipa	al office)			منذ		\circ	
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of	=	
Realty Associates Fund III LLCcertifies:		
1) the above named limited liability company has at least one member;		
2) the total amount of cash contributed by the member(s) is	\$ <u>1.00</u>	
3) if any, the agreed value of property other than cash contributed by member(s) is (A description of the property is attached and made a part hereto.) and 4) the total amount of cash and property contributed and anticipated to be contrib by member(s) is (This total includes amounts from 2 and 3 above.) Realty Associates Fund III Trust, a Massachusetts business trust, sole member Signature of a member or an authorized representative of a (In accordance with section 608.408(3), Florida Statutes, the execution of affidavit constitutes an affirmation under the penalties of perjury that the stated herein are true.)	SECRETIFICATION PM 12: 40 JALLANASSEE, FLORIDA member. of this	FILED
Erica H. Weiss, Assistant Secretary Typed or printed name of signee	·	
x) post of printed name of signice		

Filing Fee: \$250.00 for Application and Affidavit

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:	 	
Realty Associates Fund III LLC	 -	

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company	E S	99	
(Name)	المارة المارة المارة	ASK	T
1201 Hays Street		Φ,	IT
Florida street address (P.O. Box NOT ACCEPTABLE)	~ -	PM 12: 4	Ċ
Tallahassee, FL 32301	1.41	04	
City/State/Zip			

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: Burta Rither and - Male

(Signarure) assistant Secretary

Filing Fee: \$ 35 for Designation of Registered Agent

State of Delaware Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "REALTY ASSOCIATES FUND III LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF APRIL, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



2981458 8300 991129971



Edwiff Jul 04-02-99

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: