

05/12/04 08:30 FAX 407 650 1065
Division of Corporations

CNL TAX ACCOUNTING

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To: Division of Corporations
Fax Number : (850) 205-0383

From: Eliza J. Bardin
Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000
Fax Number : (407) 650-1065

FOREIGN LIMITED PARTNERSHIP

CNL Resort Recreation, LP

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**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. CNL Resort Recreation, LP
(Name of limited partnership as it is in the home state)
2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")
3. Delaware 4. 05/19/1993
(State of Formation) (Date of Formation)
5. Linda A. Scarcelli
(Name of Registered Agent for Service of Process)
6. 450 S. Orange Avenue, Orlando, FL 32801-3336
(Street Address of Registered Office)
- Orlando Florida 32801
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process:
Linda A. Scarcelli
By: *Linda A. Scarcelli*
(Agent must sign on this line)
8. 450 S. Orange Avenue, Orlando, FL 32801
(Address of registered office required in state of formation or, if not required, address of principal office.)
- | 9. NAMES OF GENERAL PARTNERS | STREET ADDRESS |
|---------------------------------------|--|
| <u>CNL Resort Hospitality GP, LLC</u> | <u>450 S. Orange Avenue, Orlando, FL 32801</u> |
| <u>1104-1645</u> | |
10. 450 S. Orange Avenue, Orlando, FL 32801
(Office where Names, Addresses and Contributions of Limited Partners are kept.)
11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

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12, 450 S. Orange Avenue, Orlando, FL 32801-3336

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 4 day of May, 2004.

John A. Griswold
General Partner

STATE OF Florida

COUNTY OF Orange

On this 4 day of May, 2004

John A. Griswold personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Eliza J. Bardin
(Notary Public Signature)



Eliza J. Bardin
My Commission DD300751
Expires March 16, 2008

Eliza J. Bardin
(Notary's Printed Name)

Seal

My Commission Expires: 3-16-08

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MAY 12 11:49 AM
TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared John A. Griswold, President of CNL Resort Hospitality GP, LLC
a general partner of CNL Resort Recreation, LP, a (an) Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 1,500,000.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 4,995.00

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 4 day of May, 2004

John A. Griswold
General Partner

STATE OF Florida

COUNTY OF Orange

On this 4 day of May, 2004

John A. Griswold, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Eliza J. Bardin
(Notary Public Signature)

Eliza J. Bardin

(Notary's Printed Name)

Seal

My Commission Expires: 3-16-08



Eliza J. Bardin
My Commission DD060751
Expires March 16, 2008

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CNL RESORT RECREATION, LP" 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. 2004.

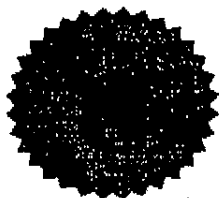
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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3031914

DATE: 04-02-04

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