

Bo600000068

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

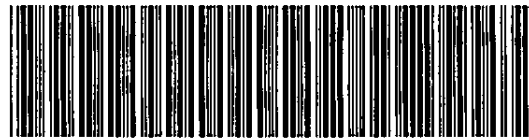
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED:
SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 APR 24 PM 3:51

APR 25 2013

T. HAMPTON

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: WESTIN HOTEL MANAGEMENT, L.P.
Name of Foreign Limited Partnership or Limited Liability Limited Partnership

The enclosed amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

TANYA REED
Contact Person

STARWOOD HOTELS & RESORTS WORLDWIDE, INC.
Firm/Company

15147 N. SCOTTSDALE RD., SUITE H-210
Address

SCOTTSDALE, AZ 85254
City, State and Zip Code

TANYA.REED@STARWOODHOTELS.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

TANYA REED at (480) 9054500
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- \$52.50 Filing Fee
- \$61.25 Filing Fee and Certificate of Status
- \$105.00 Filing Fee and Certified Copy
- \$113.75 Filing Fee, Certified Copy, and Certificate of Status

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

13 APR 24 AM 6:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 3, 2013

TANYA REED
STARWOOD HOTELS & RESORTS WORLDWODE INC
15147 N SCOTTSDALE RD - STE H-210
SCOTTSDALE, AZ 85254

SUBJECT: WESTIN HOTEL MANAGEMENT, L.P.
Ref. Number: B0600000068

We have received your document for WESTIN HOTEL MANAGEMENT, L.P. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability limited partnership must have an active registration/filing on file with this office before this filing can be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Tammy Hampton
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 313A00007883

I have attached evidence that the general partner, WHLP Acquisitions, LLC has been qualified to do business in FL. Please process the attached form. Thank you,

*Tanya Reed
(480) 905-4500*

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 APR 24 PM 3:51

**AMENDMENT TO CERTIFICATE OF AUTHORITY
FOR
FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:
WESTIN HOTEL MANAGEMENT, L.P.
2. The jurisdiction of its formation is: DELAWARE
3. The date the entity was authorized to transact business in Florida is: 02/07/2006
4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:

*Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.*

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

<u>Name:</u>	<u>Business Address:</u>
<u>WHLP ACQUISITION, LLC</u> <u>13000002414</u>	<u>ONE STARPOINT</u> <u>STAMFORD, CT 06902</u>
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:


8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

- The entity elects to be a limited liability limited partnership.
- The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days olds, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

10. Effective date, if other than the date of filing: _____
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature of a general partner:



Typed or printed name:

JOHN BUCKWALTER

Filing Fee: \$52.50
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 APR 24 PM 3:51

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "WESTIN HOTEL MANAGEMENT, L.P.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF MARCH, A.D. 2013, AT 1 O'CLOCK P.M.

4089791 8100

130359716

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0313406

DATE: 03-26-13

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:20 PM 04/15/2013
FILED 01:10 PM 04/15/2013
SRV 130436559 - 4089791 FILE

**State of Delaware
Certificate of Correction
of a Limited Partnership to be
filed pursuant to Section 17-213(a)**

1. The name of the Limited Partnership is Westin Hotel Management, L.P.
2. That a Certificate of Amendment was filed by the Secretary of State of Delaware on March 26, 2013, and that said Certificate requires correction as permitted by Section 17-213 of the Limited Partnership Act.
3. The inaccuracy or defect of said Certificate to be corrected is as follows:

The name of the general partner was stated incorrectly.


4. The Certificate is hereby corrected to read as follows:

The name and address of each general partner is as follows:

WHLP Acquisition, LLC
c/o Starwood Hotels & Resorts Worldwide, Inc.
One StarPoint
Stamford, CT 06902

By: WHLP Acquisition, LLC
General Partner

By: Starwood Hotels & Resorts
Worldwide, Inc.

By: 
Jason Cohen
Assistant Secretary