

1201 HAYS STREET
TALLAHASSEE, FL. 32301-2607

800-342-8086

F 9600002822



ACCOUNT NO. : 072100000032

REFERENCE : 971770 4370110

AUTHORIZATION : *Patricia P. Smith*

COST LIMIT : \$ 70.00

ORDER DATE : May 31, 1996

ORDER TIME : 11:08 AM

ORDER NO. : 971770

CUSTOMER NO: 4370110

300001850413

CUSTOMER: Ruth L. Lathem, Legal Asst
Ashford Financial
14180 Dallas Parkway
Suite #700
Dallas, TX 75240

W16-11762

FOREIGN FILINGS

NAME: KEY WEST FLORIDA HOTEL CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

RECEIVED
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN -4 PM 9:08
DIVISION OF CORPORATION
AM 11:40

24/66



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED

June 4, 1996

CSC NETWORKS

SUBJECT: KEY WEST FLORIDA HOTEL CORP.
Ref. Number: W96000011762

RESUBMIT

Please give original
submission date as file date.

We have received your document(s) in this office, however, the document is being returned for the following:

A brief description of the entity's nature of business must be included in the document.

Please return 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 (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 196A00027852

RECEIVED
DIVISION OF CORPORATIONS
JUN 9 9 56 AM '96

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

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

1. KEY WEST FLORIDA HOTEL CORP.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 21, 1996 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or 'perpetual')

6. upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.150, F.S.)

7. 14180 Dallas Parkway, Suite 700
Dallas, Texas 75240
(Current mailing address)

8. To engage in any lawful act or activity without limitation for which corporation
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) may be organized under the general corporation law of Delaware.

9. Name and street address of Florida registered agent:

Name: The Prentice-Hall Corporation
System, Inc.

Office Address: 1201 Hays Street, Suite 105

Tallahassee, Florida, 32301
(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.

The Prentice-Hall Corporation System, Inc.

By: Vicki Schreiber Asst. V.P.
(Registered agent's signature)

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN -4 AM 11:30

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

A. DIRECTORS SEE ATTACHED

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS SEE ATTACHED

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN -4 AM 11:40

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




13. David A. Brooks
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. David A. Brooks, Vice President of Key West Florida Hotel Corp.
(Typed or printed name and capacity of person signing application)

DIRECTORS

NAME	ADDRESS
Monty Bennett,	Pacific Center 1 14180 Dallas Pkwy Dallas, Texas 75240
Martin L. Edelman	280 Park Avenue New York, NY 10017
Richard L. Fisher	299 Park Avenue New York, NY 10017
Marc Leland	Potomac Tower 1001 19th Street N Arlington, VA 22209

OFFICERS

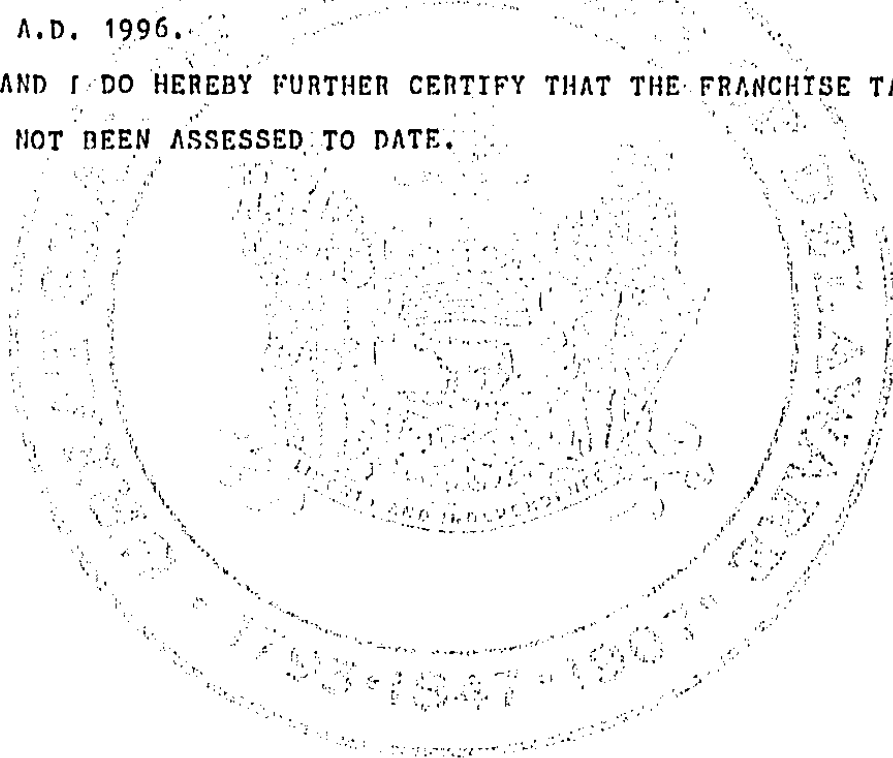
NAME	TITLE	ADDRESS
Richard L. Fisher	President	299 Park Avenue New York, NY 10017
Martin L. Edelman	Vice President and Secretary	280 Park Avenue New York, NY 10017
David Kimichik	Vice President and Treasurer	Pacific Center 1 14180 Dallas Pkwy Dallas, Texas 75240
David A. Brooks	Vice President	Pacific Center 1 14180 Dallas Pkwy Dallas, Texas 75240
Marc Leland	Vice President	Potomac Tower 1001 19th Street N Arlington, VA 22209
Monty Bennett	Vice President	Pacific Center 1 14180 Dallas Pkwy Dallas, Texas 75240
		
Nancy J. Esh	Assistant Secretary	280 Park Avenue New York, NY 10017

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN -4 AM 11:40

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KEY WEST FLORIDA HOTEL CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTY-FIRST DAY OF MAY, A.D. 1996.

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



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN -4 AM 11:40



Edward J. Freel

Edward J. Freel, Secretary of State

2626023 8300

960158241

AUTHENTICATION: 7968069

DATE: 05-31-96

F9600002822

STATE OF FLORIDA
OFFICE OF THE COMPTROLLER
APPLICATION FOR REFUND

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____, Florida Statutes, I hereby apply for a refund of moneys I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: Key West Florida Hold Corp EIN or SS#: 65-0662008

Address: 14130 Dallas Parkway Suite 200
Dallas TX 75240

Amount: \$550.00 Date Paid _____

Reason for claim: Duplicate Filing - F96000002822
BP 8/27/97

Certified true and correct this 25 day of September, 19 97.

Signature [Signature]

* Must be completed if authority is other than Section 215.26, Florida Statutes.

For Agency Use Only

Agency recommends approval of above claim and submits the following information to substantiate the claim: Amount of recommended refund \$ 550.00

The amount requested above was originally deposited into the State Treasury, as a part of the funds deposited on State Treasurer's Receipt No. 982371026 dated 08-25-97

Name of Account _____
4520213000145300000000010000

Statutory Authority for Collection 607

It is requested that payment be made from the following account:

NAME OF ACCOUNT _____
45202130001453000000022002000

Certified true and correct this _____ day of _____, 19 _____

Department of State, Division of Corporations
(Agency) _____ (Authorized Signature and Title)