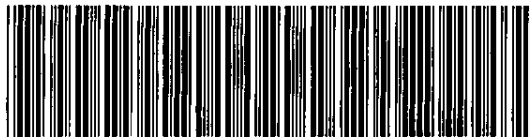


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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

03/16/09--01038--011 **130.00

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TALLAHASSEE, FLORIDA

Special Instructions to Filing Officer:

1109000012525

Office Use Only

D. BRUCE

MAR 18 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: FelCor/CSS (SPE), L.L.C.
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Ana Moreira
(Name of Person)

FelCor Lodging Trust Incorporated
(Firm/Company)

545 E. John Carpenter Frwy., Suite 1300
(Address)

Irving, Texas 75062
(City/State and Zip Code)

For further information concerning this matter, please call:

Ana Moreira at (972) 444-4144
(Name of Person) (Area Code & Daytime Telephone Number)

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

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

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy
- \$160.00 Filing Fee, Certificate of Status & Certified Copy

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 17, 2009

ANA MOREIRA
FELCOR LODGING TRUST INC
545 E JOHN CARPENTER FRWY., SUITE 1300
IRVING, TX 75062

SUBJECT: FELCOR/CSS (SPE), L.L.C.
Ref. Number: W09000012525

We have received your document for FELCOR/CSS (SPE), L.L.C. and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

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 (850) 245-6984.

Deborah Bruce
Regulatory Specialist II

Letter Number: 909A00009017

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TALLAHASSEE, FLORIDA



ANA C. MOREIRA
EXECUTIVE LEGAL ASSISTANT

545 E. JOHN CARPENTER FREEWAY, SUITE 1300
IRVING, TEXAS 75062
PH: 972-444-4144
F: 972-444-4195
amoreira@felcor.com
NYSE: FCH

March 13, 2009

Florida Secretary of State
Attn: Division of Corporations

**RE: Application by Foreign LLC for Authorization to Transact Business in Florida
for FelCor/CSS (SPE), L.L.C.**

Dear Sir or Madam:

Please see all attached. I need this filed ASAP and proof of filing sent back to me via overnight courier and/or emailed to me.

My fed-ex account number for returning my proof of filing is 159066037. If you can pdf and email to me the filing proof, my email address is amoreira@felcor.com.

Please contact me immediately with any questions regarding this filing as timing for this is very tight for us. Thank you for your assistance with this matter.

Best regards,

A handwritten signature in black ink, appearing to read "Ana C. Moreira".

Ana C. Moreira

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION 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:

1. FelCor/CSS (SPE), L.L.C.
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware 3. 75-2544994
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 03/03/2009 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. n/a
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 545 E. John Carpenter Frwy., Suite 1300
Irving, Texas 75062
(Street Address of Principal Office)

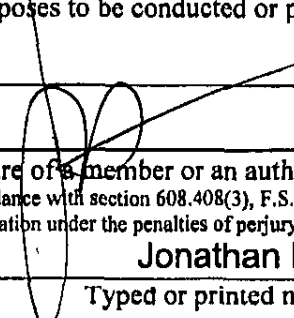
8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:
Richard A. Smith
545 E. John Carpenter Frwy., Suite 1300, Irving, Texas 75062
Andrew J. Welch
545 E. John Carpenter Frwy., Suite 1300, Irving, Texas 75062
Jonathan H. Yellen
545 E. John Carpenter Frwy., Suite 1300, Irving, Texas 75062

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TALLAHASSEE, FLORIDA

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Hospitality


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
Jonathan H. Yellen
Typed or printed name of signee

**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:

FelCor/CSS (SPE), L.L.C.

If name unavailable, the alternate name to be used in the state of Florida is:

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

CT Corporation System

(Name)

1200 South Pine Island Road

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Plantation, FL 33324

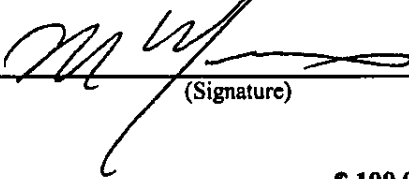
FL

City/State/Zip

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TALLAHASSEE, FLORIDA

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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 as provided for in Chapter 608, Florida Statutes.



(Signature)

Michael E. Jones
Assistant Secretary

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Delaware

PAGE 1

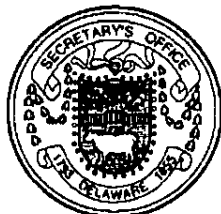
The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FELCOR/CSS (SPE), L.L.C." 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 TENTH DAY OF MARCH, A.D. 2009.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7176311

DATE: 03-10-09