



THE UNITED STATES CORPORATION COMPANY

M9500000082

ACCOUNT NO. : 072100000032

REFERENCE : 879657 4380061

AUTHORIZATION : Patricia Pignotti

COST LIMIT : \$ 35.00

ORDER DATE : July 2, 1998

ORDER TIME : 4:57 PM

ORDER NO. : 879657-015

CUSTOMER NO: 4380061

CUSTOMER: Mr. Jeff B. Stant - #52.862
Marriott International, Inc.
10400 Fernwood Rd.

Bethesda, MD 20817

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 JUL -7 AM 10:30

CHANGE OF AGENT

300002581183--4

NAME: THE RITZ-CARLTON HOTEL
COMPANY, L.L.C.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Jeanine Reynolds

RECEIVED
98 JUL -7 AM 8:41
DIVISION OF CORPORATION

MSK

7/7/98

Florida Department of State, Sandra B. Mortham, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company organized under the laws of the State of Delaware, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida. (PLEASE PRINT)

1a. The name of the limited liability company is: THE RITZ-CARLTON HOTEL COMPANY, L.L.C.

1b. The mailing address of the limited liability company is: \_\_\_\_\_

1c. Date of filing/registration in Florida: 4/11/95 Document number: \_\_\_\_\_

2. The name and address of the current registered agent and office:

CORPORATION SERVICE COMPANY

1201 HAYS STREET

TALLAHASSEE, FL 32301

3. The name and address of the new registered agent and office: (P.O. BOX NOT ACCEPTABLE)

THE PRENTICE-HALL CORPORATION SYSTEM, INC.

1201 HAYS STREET

TALLAHASSEE, FL. 32301

After the change or changes are made, the street address of the registered office and the business office of the registered agent will be identical.

Such change was authorized by affirmative vote of a majority of the members of the limited liability company or as provided in the articles of organization or the regulations of the limited liability company.

Jeff B. Stant

(Signature of a member or authorized representative of a member)

June 19, 1998

(Date)

Jeff B. Stant Asst. Secretary

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated limited liability company, 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.

By: Gloria M. Barry

(Signature of Registered Agent)

6-30-98

(Date)

GLORIA M. BARRY, ASST. SECY.

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

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