



M98000000220

ACCOUNT NO. : 072100000032

REFERENCE : 730014 4380061

AUTHORIZATION : Patricia Pujant

COST LIMIT : \$ ~~8750~~ 2850

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR - 6 PM 3:49

ORDER DATE : March 5, 1998

ORDER TIME : 2:23 PM

ORDER NO. : 730014-005

CUSTOMER NO: 4380061

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

800002449578-1-2

Bethesda, MD 20817

FOREIGN FILINGS

NAME: SC ORLANDO, L.L.C.

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XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Jeanine Glisar

M98-220

Name	AL36
Availability	AL36
Document Examiner	AL
Updater	AL
Updater Verifier	AL
Acknowledgement	AL
W. P. Verifier	AL

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT 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. SC ORLANDO, L.L.C.

(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present. Please note: "L.L.C." is not an acceptable suffix in Florida.)

2. DELAWARE 3. ON ORDER

(Jurisdiction under the law of which foreign limited liability company is organized)

(FEI number, if applicable)

4. 3/4/98 5. PERPETUAL

(Date of Organization)

(Duration: Year limited liability company will cease to exist or "perpetual")

6. UPON REGISTRATION

(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. DEPT. 924.13, 10400 FERNWOOD ROAD, BETHESDA, MD 20817

(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR]who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
	SOLE MEMBER		
<u>MARRIOTT INTERNATIONAL, INC.</u>			
<u>10400 FERNWOOD ROAD</u>			
<u>BETHESDA, MD 20817</u>			

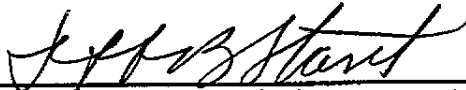
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### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of \_\_\_\_\_

SC ORLANDO, L.L.C. deposes and says:

- 1) the above named limited liability company has ~~at least two~~ <sup>ONE</sup> members.
- 2) the total amount of cash contributed by the member(s) is \$ 1,000.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 1,000. This total includes amounts from 2 and 3 above.



\_\_\_\_\_  
Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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Filing Fee: \$ 52.50 for Affidavit

**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, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: SC ORLANDO, L.L.C.

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

THE PRENTICE-HALL CORPORATION SYSTEM, INC.  
(Name)  
1201 HAYS STREET, SUITE 105  
(P.O. Box not acceptable)  
TALLAHASSEE, FL 32301  
(City/State/Zip)

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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.*

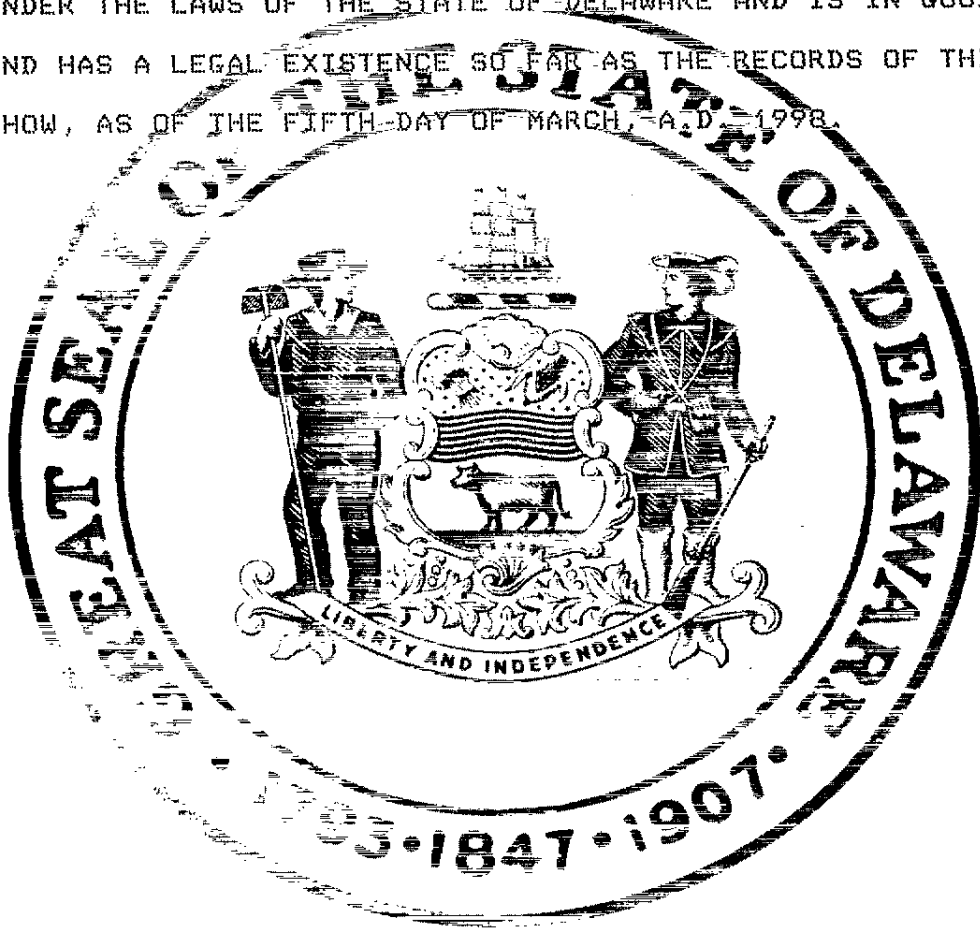
By: *Daren B. Pzya*  
(Signature)

3-6-98  
(Date)

**Filing Fee: \$ 35 for Designation of Registered Agent**

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SC ORLANDO, 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 FIFTH DAY OF MARCH, A.D. 1998.



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

2867275 8300

DATE:

8954583

981085272

03-05-98