

M98 000001121

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

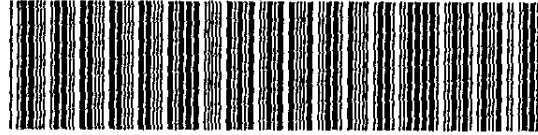
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2004 DEC 22 AM 9:31

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December 21, 2004

VIA FEDEX

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: MeriStar Sub 5N, LLC f/k/a MeriStar Song of the Sea Company, LLC

Dear Sir/Madam:

Enclosed is an Application by Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida for MeriStar Sub 5N, LLC (formerly known as MeriStar Song of the Sea Company, LLC). Also enclosed are an original certificate from the State of Delaware evidencing the aforementioned amendment, and payment in the amount of \$25.00 for the required filing fee.

If you have any questions, please do not hesitate to call me at 703-812-7214.

Sincerely,

Tygressa Jones
Office of the General Counsel

Enclosures

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2004 DEC 22 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

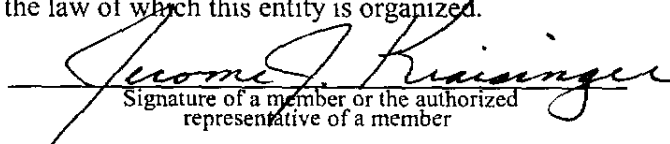
1. Name of limited liability company as it appears on the records of the Florida Department of State: Meristar Song of the Sea Company, LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: October 2, 1998

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? May 2, 2002
5. New name of the limited liability company: MeriStar Sub SN, LLC
6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction:

9. Attached is an original certificate, no more than 90 days old, 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.


Signature of a member or the authorized
representative of a member

Jerome J. Kraisinger

Typed or printed name of signee

Filing Fee: \$25.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2004 DEC 22 AM 9:32

FILED

Delaware

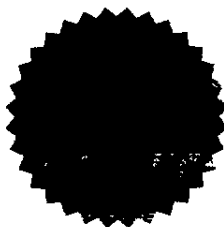
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "MERISTAR SONG OF THE SEA COMPANY, L.L.C.", CHANGING ITS NAME FROM "MERISTAR SONG OF THE SEA COMPANY, L.L.C." TO "MERISTAR SUB 5N, LLC", FILED IN THIS OFFICE ON THE SECOND DAY OF MAY, A.D. 2002, AT 4 O'CLOCK P.M.

2950291 8100

040892398



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3537129

DATE: 12-10-04

AMENDED AND RESTATED
CERTIFICATE OF FORMATION

OF

MeriStar Song of the Sea Company, L.L.C.

The name of the limited liability company is MeriStar Song of the Sea Company, LLC (the "Company"), which was formed on September 30, 1998.

1. The name of the Company is MeriStar Sub 5N, LLC.
2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

This Amended and Restated Certificate of Formation has been duly executed and filed by Christopher L. Bennett, as an authorized person, pursuant to Section 18-208 of the Delaware Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned have executed this Amended and Restated Certificate of Formation of the Company this 2nd day of May, 2002.

/s/ Christopher L. Bennett

Christopher L. Bennett
Authorized Person