

# m98000001190

## Document Number Only

Submit Resolution Signed by  
00524 by a member ~~mgr.~~

00789 - ~~00000~~ - 00671

C T Corporation System

### Requestor's Name

660 East Jefferson Street

### Address

Tallahassee, FL 32301

### City

### State

### Zip

### Phone

## CORPORATION(S) NAME

300002653333--8

-10/16/98--01035--001

\*\*\*\*\*17.50 \*\*\*\*\*17.50

300002653333--8

-10/01/98--01049--022

\*\*\*\*\*250.00 \*\*\*\*\*250.00

300002653333--8

-10/01/98--01049--023

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Orlando Hotel Partners, LLC

99 OCT -1 AM 10:25  
CLERK OF STATE  
DIVISION OF CORPORATIONS

☐ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☒ Limited Liability Company

☐ Dissolution/Withdrawal

☐ Mark

☒ Foreign

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Limited Liability Partnership

☐ Fictitious Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

10/11/98

PLEASE RETURN EXTRA COPIES)

FILE STAMPED

THANKS  
JOEY

Name
Availability
Document Examiner
Updater
Updater Verifier
Acknowledgement

W98-22454

CR2E031 (1-89)

RECEIVED  
99 OCT -1 PM 12:02  
CLERK OF STATE  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 1, 1998

CT CORPORATION SYSTEM  
JOEY

SUBJECT: ORLANDO HOTEL PARTNERS, LLC  
Ref. Number: W98000022454

We have received your document for ORLANDO HOTEL PARTNERS, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

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) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 298A00049130

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

# 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. Orlando South Hotel Partners, LLC  
(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.)
2. Georgia  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Application Pending  
(FEI number, if applicable)
4. 9/30/98  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Intend to purchase approximately 4.3 acres of land described as Lot 1, Westwood Unit 4, according to Plat recorded in Plat Book 27, Pages 77 and 78, Orange County, Florida, in October, 1998 and construct hotel.  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7. 1380 West Paces Ferry Road  
Atlanta, Georgia 30327  
(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:
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<u>HGI Hotel Partners, LLC</u>	<u>MGRM</u>		
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<u>1380 West Paces Ferry Road</u>			
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<u>Atlanta, GA 30327</u>			
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DIVISION OF CORPORATIONS

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

**Secretary of State**  
**Corporations Division**  
**Suite 315, West Tower**  
**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 982860533  
CONTROL NUMBER : 9835854  
DATE INC/AUTH/FILED: 09/30/1998  
JURISDICTION : GEORGIA  
PRINT DATE : 10/13/1998  
FORM NUMBER : 211

NELSON MULLINS RILEY & SCARBOROUGH  
ELIZABETH A. CHANEY  
999 PEACHTREE ST., STE. 1400  
ATLANTA, GA 30309

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DIVISION OF CORPORATIONS

**CERTIFICATE OF EXISTENCE**

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**ORLANDO SOUTH HOTEL PARTNERS, LLC**  
**A GEORGIA LIMITED LIABILITY COMPANY**

was formed in the jurisdiction stated above or, was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



*Lewis A. Massey*

Lewis A. Massey  
Secretary of State

**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:

Orlando South Hotel Partners, LLC

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  
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.*

Mary R. Adams  
(Signature)

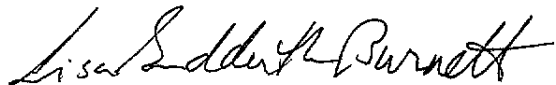
**MARY R. ADAMS  
ASSISTANT SECRETARY**

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

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

The undersigned member or authorized representative of a member of Orlando South  
Hotel Partners, LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ - 0 -;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 2,470,000.00;  
(A description of the property is attached and made a part hereto.)  
and Real Property in Orange CO. Florida
- 4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is \$ 2,470,000.00.  
(This total includes amounts from 2 and 3 above.)

  
**Signature of a member or an 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.)

Lisa Sudderth Burnett, Attorney-in-Fact

Typed or printed name of signee

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**Filing Fee: \$250.00 for Application and Affidavit**