



THE UNITED STATES
CORPORATION
C O M M E R C I A L

F00000005621

ACCOUNT NO. : 072100000032

REFERENCE : 854921 4380061

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 78.75

FILED
00 OCT -6 PM 4:20
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : October 5, 2000

ORDER TIME : 2:09 PM

ORDER NO. : 854921-005

CUSTOMER NO: 4380061

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

800003417608--3

Bethesda, MD 20817

FOREIGN FILINGS

NAME: TOWNEPLACE MANAGEMENT
CORPORATION

XXXX QUALIFICATION (TYPE: CO)

5

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward

RECEIVED
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

3/10/0

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

00 007-6 PM 4:20
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TALLAHASSEE, FLORIDA

1. TOWNEPLACE MANAGEMENT CORPORATION

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE

(State or country under the law of which it is incorporated)

3. 52-1948169

(FEI number, if applicable)

4. 10/21/95

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

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

(Current mailing address)

8. MANAGEMENT COMPANY FOR TOWNEPLACE SUITES

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: ~~XXXXXXXXXXXXXXXXXXXX~~ THE PRENTICE-HALL CORPORATION SYSTEM, INC.

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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. THE PRENTICE-HALL CORPORATION SYSTEM, INC.

~~XXXXXXXXXXXXXXXXXXXX~~

By: Laura R. Dunlap
(Registered agent's signature)

**Laura R. Dunlap
as its agent**

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

JEFF B. STANT - ASSISTANT SECRETARY

(Typed or printed name and capacity of person signing application)

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10/05/2000

20. Tax - Annual Report

Page Number:

133 - TownePlace Management Corporation

Business Address: 10400 Fernwood Road
Bethesda MD 20817

Federal ID: 52-1948169

State of Incorporation: Delaware - 10/12/1999

Officers

President	Clist, Todd 9203 Hidden Creek Drive Great Falls VA 22066 125-32-8877
Vice President	Pulse, M. Lester, Jr. 11202 Farmland Drive Rockville MD 20852 262-08-9349
Treasurer	Handlon, Carolyn Burris 1215 Potomac School Road McLean VA 22101 228-96-8363
Director	Clist, Todd 9203 Hidden Creek Drive Great Falls VA 22066 125-32-8877 Kimball, Kevin M. 12058 Shoemaker Way Gaithersburg MD 20878 212-52-3247 Walker, Myron D. 4107 Maryland Avenue Bethesda MD 20816 578-60-0222
Secretary	Mann, William David 2112 Huidekoper Place, NW Washington DC 20007 042-48-2228
Assistant Secretary	Benz, Nancy L. 9132 Willowgate Lane Bethesda MD 20817 577-66-6945 Bruff, Carol 13531 Vandalia Drive Rockville MD 20853 577-50-2366 Stant, Jefferson B. 717 N. Oakland Street Arlington VA 22203 227-56-4274

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State of Delaware
Office of the Secretary of State

PAGE 1

FILED
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TALLAHASSEE, FLORIDA

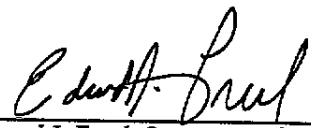
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TOWNEPLACE MANAGEMENT CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF OCTOBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TOWNEPLACE MANAGEMENT CORPORATION" WAS INCORPORATED ON THE TWELFTH DAY OF OCTOBER, A.D. 1995.





Edward J. Freel, Secretary of State

2551087 8300

AUTHENTICATION: 0719174

001504647

DATE: 10-05-00