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(Business Entity Name)

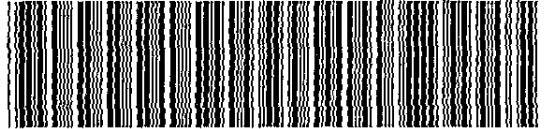
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 658761 7506120

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 125.00

ORDER DATE : October 18, 2005

ORDER TIME : 10:53 AM

ORDER NO. : 658761-010

CUSTOMER NO: 7506120

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TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: DIAMONDROCK ORLANDO AIRPORT
OWNER, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Troy Todd -- EXT# 2940

EXAMINER: _____

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.502, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

- 1. DiamondRock Orlando Airport Owner, LLC
(Name of Foreign Limited Liability Company)
- 2. Delaware 3. 20-1180098
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
- 4. October 18, 2005 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
- 6. December 10, 2005
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
- 7. 6903 Rockledge Drive, Suite 800, Bethesda, Maryland 20817
(Street Address of Principal Office)

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TALLAHASSEE FLORIDA

- 8. If limited liability company is a manager-managed company, check here
- 9. The name and usual business addresses of the managing members or managers are as follows:
DiamondRock Hospitality Limited Partnership, sole equity member
6903 Rockledge Drive, Suite 800, Bethesda, Maryland 20817

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction 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.)

11. Nature of business or purposes to be conducted or promoted in Florida: see Attachment A

Cheryl Van Vliet
Signature of a member or an authorized representative of a member.
(In accordance with section 608.403(1), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
Cheryl Van Vliet
Typed or printed name of signee

Attachment A
DiamondRock Orlando Airport Owner, LLC
Purpose of Entity

The sole purpose to be conducted or promoted by the Company is to engage in the following activities: (i) to acquire, own, hold, lease, operate, manage, maintain and improve a fee simple interest in the real property Orlando Airport Marriott, hereto (the "Property"); (ii) to enter into and perform its obligations under certain documents; (iii) to sell, transfer, service, convey, dispose of, pledge, assign, borrow money against, finance, refinance or otherwise deal with the Property; and (iv) to engage in any lawful act or activity and to exercise any powers permitted to limited liability companies that are related or incidental to and necessary, convenient or advisable for the accomplishment of the above-mentioned purposes.

**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:

DIAMONDROCK ORLANDO AIRPORT OWNER, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL 32301

City/State/Zip

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 as provided for in Chapter 608, Florida Statutes.

Corporation Service Company

By: Cynthia L. Harris

(Signature)

**Cynthia L. Harris
as its agent**

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

OCT. 19. 2005 10:40AM

CORPORATION SERVICE COMPANY

NO. 2014 P. 4

Delaware

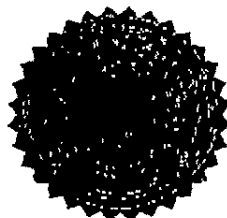
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DIAMONDROCK ORLANDO AIRPORT OWNER, LLC" 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 NINETEENTH DAY OF OCTOBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DIAMONDROCK ORLANDO AIRPORT OWNER, LLC" WAS FORMED ON THE EIGHTEENTH DAY OF OCTOBER, A.D. 2005.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4234794

DATE: 10-19-05