



A95000001841

ACCOUNT NO. : 072100000032

REFERENCE : 172214 7138101

AUTHORIZATION : *Patricia Pizut*

COST LIMIT : \$ 35.00

FILED
02 FEB - 1 PM 1:31
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : January 31, 2002

ORDER TIME : 10:28 AM

ORDER NO. : 172214-375

CUSTOMER NO: 7138101

CUSTOMER: Ms. Lorna Kern
Wyndham International
Suite 6001
1950 Stemmons Frwy
Dallas, TX 75207

RECEIVED
02 FEB - 1 AM 11:26
DIVISION OF CORPORATION

CHANGE OF AGENT

NAME: HOTEL VENTURE PARTNERS, LTD

600004853296--8

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Ta-tanisha Adams -- EXT# 1131

BK

EXAMINER: _____

**LIMITED PARTNERSHIP STATEMENT OF CHANGE OF REGISTERED
OFFICE OR REGISTERED AGENT, OR BOTH**

Pursuant to the provisions of sections 620.105 and 620.1051, Florida Statutes, the undersigned limited partnership submits the following statement in order to change its registered office or registered agent, or both, in the state of Florida.

1. HOTEL VENTURE PARTNERS, LTD.
Name of the limited partnership

2. 11/29/1995 Date of filing/registration in Florida
3. A95000001841 Document number assigned

4. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

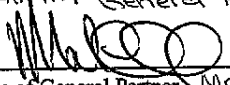
CT CORPORATION SYSTEM
Name
1200 SOUTH PINE ISLAND ROAD
Address
PLANTATION, FL 33324
City, State and Zip

FILED
02 FEB -1 PM 1:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

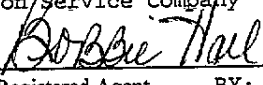
5. The name and address of the new registered agent and/or office:

Corporation Service Company
Name
1201 Hays Street
Florida street address (P.O. Box not acceptable)
Tallahassee FL 32301
City, State and Zip

6. Such change(s) was/were authorized by the general partners.

By: PAH-HVP General Partner Corp

Signature of General Partner MARK M. CHLOUPEK - Vice President

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the limited partnership has been notified in writing of this change.

Corporation Service Company

Signature of Registered Agent BY: BOBBIE HALL, ASST. VICE PRESIDENT

**Make checks payable to Florida Department of State and mail to:
Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314
Filing Fee: \$35.00**