

1201 BAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

901-335-0171
901-221-0171



A960000000882

SECRETARY'S
DIVISION
95 MAY -9 PM 2:00

ACCOUNT NO. : 072100000032

REFERENCE : 938052 4303969

AUTHORIZATION :

COST LIMIT : PREPAID

ORDER DATE : May 1, 1996

ORDER TIME : 11:26 AM

ORDER NO. : 938052

CUSTOMER NO: 4303969

CUSTOMER: Hamilton Traylor, Esq
MAHONEY, ADAMS & CRISER,

50 Laura Street
3300 Barnett Center
Jacksonville, FL 32202

EDUCATION 1825678
-05/16/96--01140--003
***1785.00 ***1785.00

G. TAX 1750.00
FILING 35.00
R. AGENT FEE 17.85.00
C. COPY 17.85.00
TOTAL 17.85.00
N. BANK
BALANCE DUE
REFUND

5/4/96
Bjk

W960000009362

DOMESTIC FILING

NAME: PURE LODGING, LTD.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

5/4/96
Bjk

96 MAY -1 PM 1:13
CHIEF OF DIVISION

CERTIFICATE OF LIMITED PARTNERSHIP OF
PURE LODGING, LTD.

Inn 2000, Inc., a Georgia corporation, as sole General Partner of Pure Lodging, Ltd., a Florida limited partnership, does hereby execute this Certificate of Limited Partnership pursuant to the provisions of Section 620.108, Florida Statutes.

1. The name of the Limited Partnership shall be Pure Lodging, Ltd.
2. The name and address of the Partnership's agent for service of process required to be maintained by Section 620.105, Florida Statutes, is RAX CO., c/o Mahoney Adams & Criser, P.A., 50 North Laura Street, 3400 Barnett Center, Jacksonville, FL 32202.
F9600002322
3. The name and business address of the sole General Partner is Inn 2000, Inc., a Georgia corporation, 601 Beachview Drive, St. Simons Island, Georgia 31522. This is also the address of the office at which the records required by Section 620.106 are maintained.
4. The mailing address for the Limited Partnership is P. O. Box 21870, St. Simons Island, Georgia 31522.

The latest date upon which the Limited Partnership is to dissolve is 5:00 p.m. on December 31, 2015.

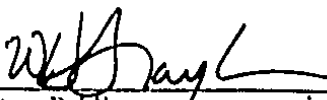
INN 2000, INC.

By: Harold E. Zell
Harold E. Zell, President

Prepared by Jaime A. Frias, Esq.
Mahoney Adams & Criser, P.A.
P. O. Box 4099
Jacksonville, FL 32201
(904) 354-1100
Florida Bar No. 0879479

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing Certificate of Limited Partnership of Pure Lodging, Ltd., a Florida limited partnership, was executed, acknowledged and delivered before me this 29th day of April, 1998, by Harold B. Zell, the President of Inn 2000, Inc., a Georgia corporation, which is the sole General Partner of the Limited Partnership, in Jacksonville, Florida.


Notary Public **WM HAMILTON TRAYLOR**
MY COMMISSION # CC366998 EXPIRES
May 8, 1998
BONDED THRU TROY FARM INSURANCE, INC.

[Print, Type or Stamp Commissioned Name
of Notary Public]

Commission No.: _____

My commission expires: _____

(NOTARIAL SEAL)

Personally known

or produced identification

Type of identification produced

✓

98 APR - 9
SECRET
FBI - JACKSONVILLE
FBI - TAMPA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for Pure Lodging, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT

RAX CO., a Florida corporation

By: 

W. Hamilton Traylor Vice President

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 MAY -9 PM 3:40

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AFFIDAVIT OF LIMITED PARTNER CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME., the undersigned authority, personally appeared Harold E. Zell, President of Inn 2000, Inc., a Georgia corporation, and sole General Partner of Pure Lodging, Ltd., pursuant to Florida Statutes Section 620.108 and after having been duly sworn, hereby affirms the following:

1. The amount of capital contributions to date of the limited partners is \$ -0-.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,750,000.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Dated: April 29, 1996

INN 2000, INC.

By Harold E. Zell
Harold E. Zell, President
sole General Partner of
Pure Lodging, Ltd.

The foregoing Affidavit of Limited partner Contributions of Pure Lodging, Ltd., a Florida limited partnership, was executed, acknowledged and delivered before me this 29th day of April, 1996, by Harold E. Zell, the President of Inn 2000, Inc., a Georgia corporation, which is the sole General Partner of the Limited Partnership, in Jacksonville, Florida.

W. Hamilton Traylor
Notary Public
[Print, Type or Stamp the Commissioned Name of Notary Public]
Commission No.: _____
My commission expires: _____

(NOTARIAL SEAL) W. HAMILTON TRAYLOR
MY COMMISSION # CC386998 EXPIRES
May 8, 1998
Personally known ☒ BONDED THROUGH TROY FARM INSURANCE, INC.
or produced identification _____
Type of identification produced _____

A96000000882

LAW OFFICES
SMITH HULSEY & BUSEY

1800 FIRST UNION NATIONAL BANK TOWER
225 WATER STREET
FIRST OFFICE BOX 83318
JACKSONVILLE, FLORIDA 32201-3318

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 OCT 13 AM 10:15

MICHAEL M. MAJALIA
DENNIS L. BLACKBURN
JAMES A. ROLLINS
STEPHEN D. BUSEY
DOUGLAS D. CHUNN
E. LANIER DREW
DIANA B. FARHAT
MARTIN A. FITZPATRICK
MICHAEL H. FREED
EARL E. DOOGUE, JR.
JEANNE E. HELTON
CYNTHIA C. JACKSON
O. FREEDON REYER
WILLIAM E. KUNTZ
LAUREN P. LANGHAM
M. RICHARD LEWIS, JR.
JOHN F. MCLENNAN
RAYMOND R. HAGLEY
MARJORIE CONNER MAKAR
BRADLEY H. MARKEY

E. OWEN McCULLER, JR.
H. LEANNE McKNIGHT
MARY E. McMANUS
JEANNE M. MILLER
STEPHEN D. MOORE, JR.
JAMES H. POBT
JITIAN L. PUTNAL
E. LANNY RUSSELL
JOEL RETTENBACH, JR.
TIM E. BLEETH
HOWARD J. SMITH
JOHN H. SMITH, JR.
JAMES J. TAYLOR, JR.
MELISSA H. TURNER
HERSCHEL T. VINYARD, JR.
TIMOTHY W. VOLPE
WADDELL A. WALLACE III
LESLIE A. WICKER
HARRY M. WILSON, III
KARL A. ZILGOTT

JOHN H. SMITH
SMITH HULSEY
JOHN E. THIMMER
OF COUNSEL
TELEPHONE
904-350-7700
FACSIMILE
904-350-7700
904-350-9808

October 10, 1996

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

300002318923--3
-10/13/97--01100--003
*****35.00 *****35.00

Re: Pure Lodging, Ltd.

Gentlemen:

Enclosed is a Statement of Change of Registered Office or Registered Agent, or Both for Pure Lodging, Ltd., together with a check for \$35 in payment of the registered agent fee.

Very truly yours,

Kathleen Haggerty
Kathleen Haggerty
Legal Assistant

Enclosures
kh:221016

KWM

**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 organized under the laws of the state of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the state of Florida.

1. Pure Lodging, Ltd.
Name of the limited partnership

2. May 9, 1996 3. A96000000882
Date of filing/registration in Florida Document number assigned

4. The name and address of the present registered agent and office:

RAX Co. c/o Mahoney Adams & Criser, P.A.
50 North Laura Street, 3400 Barnett Bank Center
Jacksonville, Florida 32202

5. The name and street address of the successor registered agent and office: (P.O. Box not acceptable)

Smith Hulsey & Busey - 622769
225 Water Street, Suite 1800
Jacksonville, Florida 32202

Such change was authorized by the general partners.
Inn 2000, Inc.

By: Harold E. Zee 10/6/97
Signature of General Partner Date
Its President

Having been named as registered agent and to accept service of process for the above stated limited partnership 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Smith Hulsey & Busey

By: Harry M. Wilson, III 10/6/97
Registered Agent signature Date
Harry M. Wilson, III
Its Vice-President

Filing Fee: \$35.00

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 13 AM 10:42