Document Number Only 8000002246 C T Corporation System. Requestor's Name 660 East Jefferson Street Address 222-1092 32301. Tallahassee, FL 800002650128--0 -09/28/98--01089--006_ Phone Zlp City State *****87.50 *****87.50 CORPORATION(S) NAME Meristar South Seas Partnership () Profit () Melger () Amendment () NonProfit () Limited Liability Company () Mark () Dissolution/Withdrawal () Foreign () Other ucc-1 / ucc-3 () Annual Report Weimited Partnership () Change of R.A. () Reservation () Reinstatement () Fictitious Name () Limited Liability Partnership () CUS () Photo Copies () Certified Copy () After 4:30 () Call if Problem () Call When Ready Pick Up () Will Wait Walk in () Mail Out Name PLEASE RETURN EXTRA Availability 9/28 Document

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THANKS ON OF CORPORATION

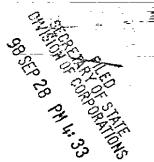
CONNIE OF CORPORATION

. . .

CR2E031 (1-89)

CERTIFICATE OF LIMITED PARTNERSHIP

OF



1, -	MeriStar South Seas Partnership, Limited (Name of Limited Partnership; must contain a suffix such as "Limited", Partnership "Ltd.", or "Limited Partnership")		
2.	1010 Wisconsin avenue, N.W., Wowh., DC 20007 (The Business Address of Limited Partnership)		
3.	C T CORPORATION SYSTEM (Name of Registered Agent for Service of Process)		
4.	c/o C T Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324 (Florida Street Address for Registered Agent)		
5.	. Acceptance by the Registered Agent for Service of Process. CT CORPORATION SYSTEM		
	(Officer Must Sign on This Line)		
	Kevin J. Gallagher, Assistant Vice President (Type Name and Title of Officer)		
6.	1910 Wisconsin Ave., NW, Washington, DC 20007 (The Mailing Address of the Limited Partnership)		
7.	The latest date upon which the Limited Partnership is to be dissolved is(Cont'd)		

(FLA. - LP 2916 - 2/1/92)

General Partner

	ned this day of	General Partner
	nature of all general partners: General Partner	General Partner
		•
		ptember 1998
		ptember 1998
	n at	1 0 hoc 1000
	•	
	<u> </u>	
	_ company, me.	Washington, D.C.
	PRITITION SOUTH LOCAL	Manhington D.C.
	Mariston South Spas	1010 Wisconsin Que.
		**• ·
3.	NAME OF GENERAL PARTNER(S)	SPECIFIC ADDRESS

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of t	he general partners of
MeriStar South Seas	, a Florida Limited Partnership, certify as fol-
lows: Partnership, Limite	ed Partnership
The amount of capital contributions to date	of the limited partners is \$
The total amount contributed and anticipat	ed to be contributed by the limited partners
at this time totals \$	SEP 28
This 24 day of Septem	<u>ber</u> . 19 <u>98</u> . 3
FURTHER AFFIANT SAYETH NOT.	<i>,</i>
Under the penalties of perjury I (we) declare that facts alleged are ture, to the best of my knowled	: I(we) have read the foregoing and that the ge and belief.
X	
General Partner Poul W. Whetself	General Parnter
General Partner	General Partner
General Partner	General Partner