ORLANDO, FLORIDA 32802<u>-</u>3628

FAX (407) 422-8262

October 28, 1999

VIA FEDERAL EXPRESS

Mr. John Hall Halls Delivery Service 464 Freddie Martin Drive Tallahassee, FL 32301

Re:

Campus Suites entities

Dear John:

Enclosed please find original and one copy of Articles of Organization for Campus Suites General, L.L.C., Campus Suites Services, L.L.C. and Campus Suites Managnement, L.L.C., amd Certificate of Limited Partnership for Campus Suites, Ltd., together with check in the amount of \$605 representing \$100 filing fee, \$25 registered agent fee and \$35 for a certified copy for each of the limited liability companies and \$52.50 filing fee, \$35 registered agent fee and \$52.50 for a certified copy of the limited partnership.

Please file with the Secretary of State's office, and wait for the certified copies and return to us by Federal Express (airbill enclosed).

If you have any questions, please feel free to call.

Very truly yours, ****605.00

Enclosures

Barbara J. Coad, PLS

Secretary to Thomas R. Allen

CERTIFICATE OF LIMITED PARTNERSHIP AND AFFIDAVIT OF CAPITAL CONTRIBUTIONS OF

CAMPUS SUITES, LTD.

The undersigned, being the General Partner of CAMPUS SUITES, LTD., a Florida limited partnership, does execute this Certificate, and does hereby affirm, under penalty of perjury, that the facts stated hereinbelow are true:

1. The name of the Limited Partnership is:

CAMPUS SUITES, LTD., a Florida limited partnership

2. The address of the office and the name and address of agent for service of process on the Limited Partnership is:

Thomas F. Lang
14 E. Washington St., Suite 600
Orlando, Florida 32801

3. The name and address of the General Partner is:

CAMPUS SUITES GENERAL, L.L.C., a Florida limited liability company
14 E. Washington Street, Suite 600
Orlando, Florida 32801

4. The mailing address for the Limited Partnership is

14 E. Washington Street Suite 600 Orlando, Florida 32801

- 5. The latest date upon which the Limited Partnership is to dissolve is: December 31, 2049.
- 6. This document has been duly executed and is being filed in accordance with Section 620.108, Florida Statutes

GENERAL PARTNER:

CAMPUS SUITES GENERAL, L.L.C., a Florida limited liability company

By: (See signature at end of document.)
Richard H. Hornbeck,
President and Member

ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

Having been named as the registered agent for CAMPUS SUITES, LTD. for the purpose of accepting service of process at the registered office designated above, I hereby accept osuch appointment and agree to act in such capacity. I agree to comply with the provisions of the sections of the Florida Statutes relative to keeping open the registered office.

Thomas F. Lang

Registered Agent

AFFIDAVIT OF CAPITAL CONTRIBUTION

BEFORE ME, the undersigned authority, personally appeared RICHARD H. HORNBECK, as President and Member of CAMPUS SUITES GENERAL, L.L.C., a Florida limited liability company, the General Partner of CAMPUS SUITES, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership", who, upon beingoduly sworn, certifies as follows:

1. The amount of the initial and total anticipated capital contribution of the Limited Partners of the Partnership is

Dated this

day of

November.

1999.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury the undersigned declares that he has read the foregoing and that the facts alleged are true to the best of his knowledge and belief.

GENERAL PARTNER:

CAMPUS SUITES GENERAL, L.L.C., a Florida limixed/lia/bil/ty company

By:

Richard H. Hornbeck President and Member

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this date by RICHARD H. HORNBECK, as President and Member of CAMPUS SUITES GENERAL, L.L.C., a Florida limited liability company, General Partner of CAMPUS SUITES, LTD., a Florida limited partnership, on behalf of the limited liability company. He is personally known to me.

Berbara J Coad

My Commission CC817155

Expires April 23, 2003

Notary Public

(Type name)

My Commission expires: