

APR. 18 2007 2:38PM

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NO. 544

P. 1/5

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Florida Department of State
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Account Number : I20000000195
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RESUBMIT

Please give original submission date as file date.

LP/LLP AMENDMENT/RESTATEMENT/CORRECTION

RECEIVED
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TALLAHASSEE, FLORIDA

CNL LLB SHS MANAGEMENT, LP

Certificate of Status	0
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Susan 202956

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AMENDMENT TO CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED PARTNERSHIP OR LIMITED LIABILITY LIMITED PARTNERSHIP

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:

CNL LLB SHS Management, LP

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: 12/18/00

4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:

Ashford LLB SHS Management, LP

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd. Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

Table with 2 columns: Name, Business Address. Row 1: Ashford Sapphire V GP LLC, 14185 Dallas Parkway, Suite 1100 Dallas, Texas 75254

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6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:

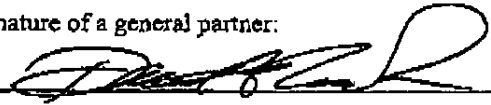
8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

- The entity elects to be a limited liability limited partnership.
- The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

10. Effective date, if other than the date of filing: _____
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature of a general partner:



Typed or printed name:

David Brooks, Manager of the general partner

Filing Fee:	\$52.50
Certified Copy (optional):	\$52.50
Certificate of Status (optional):	\$8.75

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CNL LLB SHS MANAGEMENT, LP", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "ASHFORD LLB SHS MANAGEMENT, LP", THE TWELFTH DAY OF APRIL, A.D. 2007, AT 5:07 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CNL LLB SHS MANAGEMENT, LP" WAS FORMED ON THE SECOND DAY OF SEPTEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED PARTNERSHIP IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

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07 APR 17 AM 8:27



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 5603797

DATE: 04-18-07