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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0383

From:

SUZANNE M. McLAUGHLIN
Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407)650-1000
Fax Number : (407)650-1065

BK

OK

RECEIVED
02 JUN 10 PM 12:15
DIVISION OF CORPORATION

FOREIGN LIMITED PARTNERSHIP

CNL Hotel CY San Francisco, LP

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$148.75

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Florida Department of State, Sandra B. Mortham, Secretary of State

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**02 JUN 10 PM 3:31
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA1. CNL Hotel CY San Francisco, LP

(Name of limited partnership as it is in the home state)

2. _____

(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Delaware

(State of Formation)

4. May 24, 2002

(Date of Formation)

5. Linda A. Scarcelli

(Name of Registered Agent for Service of Process)

6. 450 S. Orange Avenue

(Street Address of Registered Office)

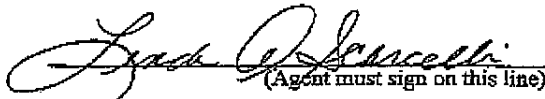
Orlando

(City)

, Florida 32801

(Zip Code)

7. Acceptance by the Registered Agent for Service of Process:


(Agent must sign on this line)8. 450 S. Orange Avenue, Orlando FL 32801

(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

CNL San Francisco, LLC450 S. Orange Avenue, Orlando FL 32801MO2 0000 147610. 450 S. Orange Avenue, Orlando FL 32801

(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED


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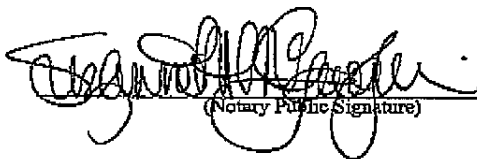
12. PO Box 4920, Orlando FL 32802-4920

(Mailing Address of Limited Partnership)

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

This 7th day of June, 2002.

Linda A. Scarcelli, Assistant Secretary of General Partner

STATE OF FLORIDACOUNTY OF ORANGEOn this 7th day of June, 2002.Linda A. Scarcelli personally appeared before me,☒ who is personally known to me☐ whose identity I proved on the basis of _____

(Notary Public Signature)

SUZANNE M. McLAUGHLIN

(Notary's Printed Name)

Seal

My Commission Expires: _____



Suzanne M. McLaughlin
My Commission CG972520
Expires October 03, 2004

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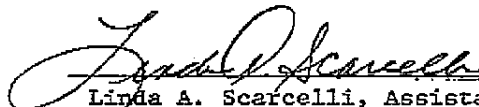
AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Linda A. Scarcelli,
Assistant Secretary of CNL San Francisco, LLC
 a general partner of CNL Hotel CY San Francisco, LP, a (an) Delaware
 limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 4,995.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 4,995.00.

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

This 7th day of June, 2002.


 Linda A. Scarcelli, Assistant Secretary of General Partner

STATE OF FLORIDA


COUNTY OF ORANGE

On this 7th day of June, 2002,

Linda A. Scarcelli, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____


 (Notary Public Signature)

SUZANNE M. McLAUGHLIN

(Notary's Printed Name)

Seal



Suzanne M. McLaughlin

My Commission CC972520

Expires October 03, 2004

My Commission Expires:

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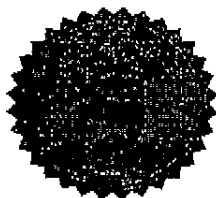
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CNL HOTEL CY SAN FRANCISCO, LP" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF MAY, A.D. 2002.

FILED
02 JUN 10 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1798446

DATE: 05-28-02

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