

Division of Corporations

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Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

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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

FOREIGN LIMITED PARTNERSHIP

CY-SF Hotel Parent, 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**

1. CY-SF Hotel Parent, 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 4. May 24, 2002
(State of Formation) (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 Florida 32801
(City) (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 CY-San Francisco GP Corp.

450 S. Orange Avenue, Orlando FL 32801

F02-2914

10. 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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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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FILED
02 JUN 10 PM 4:00
STATE DEPT OF STATE
TALLAHASSEE, FLORIDA

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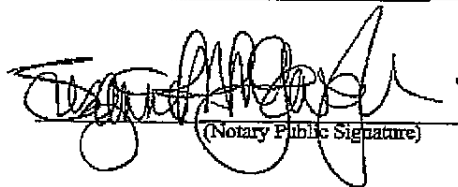
12. PO Box 4920, Orlando FL 32802-4920

(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, 2002Linda 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 CC972520

Expires October 03, 2004

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

Linda A. Scarcelli, Assistant Secretary
BEFORE ME the undersigned personally appeared of CNL CY-San Francisco GP Corp.
a general partner of CY-SF Hotel Parent, 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
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 _____

Suzanne M. McLaughlin
(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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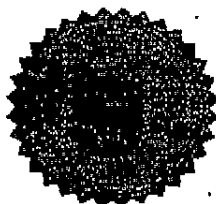
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CY-SF HOTEL PARENT, 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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JUN 10 PM 4:00

FILED



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3529484 8300

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AUTHENTICATION: 1798424

DATE: 05-28-02

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