

#### Florida Department of State

Division of Corporations Public Access System

#### Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H040001345793)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850)205-0383

Eliza J. Bardin

From:

Account Name : CNL FINANCIAL GROUP, INC.

Account Number : 313615003626

Phone : (407) 650-1080

Fax Number : (407)650-1063 540-2699

TARLY OF STARLY OF STARLY

### FOREIGN LIMITED PARTNERSHIP

CNL Resort Arizona Holdings III, LP

Certificate of Status	1
Certified Copy	1
Page Count	84
Estimated Charge	\$148.75

Name Avallabilit	iy	Estimate	d Charge \$148	3.75 J
Decumen Examiner		The Marie	Composite Ping	
Updater	pcc			- <del></del>
Uprater Parker	Dec	· Priming in the control of the cont		
	Cont Dat		• • •	- <del>-</del>

H04000134579 3

## APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

1. CNL Resort Arizona Holdings		rship as it is in the home s	state)	
?				
(If name is unavailable, name und	er which the limited pa must contain the wor	ertnership proposes to reg d "LIMITED" ar "LTD."	ister or trensect busines	ss in Florid
3. Delaware		4_11-20-00		
(State of Fermation	•	(Da	te of Formation)	
	nda A. Scarcelli			
a	Vame of Registered A	can for Service of Proces	3)	
450 S. Orange Avenue				
	(Street Address	of Registered Office)	· · · · · · · · · · · · · · · · · · ·	
Orlando		Florida 328	oı =	
	(Čiry)	1101108	(Zip Code); 5	2 -
				= Z =
7. Acceptance by the Registered A		OCESS:	SA F	78
Linds A. So	entent -	lear and	m-< €	<b>3</b> 0
	(Agent must	sign on this line)		TO ST
8, 450 S. Orange Avenue, Orland	o, Ft. 32801			<i>ن</i> پ
				86
(Address of registered office	tequired in state of fe	rmation or, if not require	d, address of principal :	office.)
9. Names of General Part	NERS	STR	EET ADDRESS	
CNL Reson Hospitality GP, LLC	3 450 S. Oran	ge Avenua, Orlando, FL 3	12801	
watasasin	245			
10. 450 S. Orange Averue, Orlan	do. FL 32801			
		ontributions of Limited P.	artners are kept.)	

CONTINUED

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withdrawn.

H04000134579 3

12. PO Box 492	20, Orlando, FL 32801	· · · · · · · · · · · · · · · · · · ·		·
	(Mailing Address	s of Limited Partnership)		<del></del>
	of perjury I, being duly sworn, declare its stated herein are true and correct.	that I have read the foregoi	ng and know the co	ntents thereof
Signed this_Z	3 day of June		2004	<del></del>
STATE OF	Barry A. N. Bloom as	Tel Partner SVP of CNL Resort	: Hospitality	 GP, LLC as
COUNTY OF	Orange		· <del>-</del>	
	23 day of June	, 2004	SECRE	7104 JI
Barry A. N. B.	mally known to me	, per	soundly approximated SSET CE	228
whose ident	ity I proved on the basis of		710	<u>w</u>
	(Notary Fublic S	Za din	· .	
	Eliza J. Bardin (Normy's Printed	· Name)		-
Scal	My Commission Expires:  HEZE J. Barden  My Commission DOS  Expires March 18, 20			

# AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

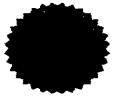
			as SVI of CNL Resort Hospita	ary GP, LLC
a general partner of CNI. Reso	rt Arizona Holdings I	II, LP	, a (an) Delaware	<del></del>
limited partnership, herelnafter	referred to as the "Partr	ership", who cen	lifles as follows:	
1. The amount of capital contri	butions of the limited p	artners is \$ 5000	.00	=
2. The anticipated amount of the	ic capital contributions:	of the ilmited par	iners that are allocated for the p	urposes of
transacting business in Florid	in is \$ 4995.00			
Under the penalties of perjury i	l heine dub summ der	lave that thomas	and the foregoing and become the	agustauta tharage
that the facts stated herein are t		the mar , made it	ener the laterous and runa the	contents thereof and
THE THE JOCKS STREET IN BISS BUS BUS IN	PHE WILL COFFECIL			
Signed this 23 day of 1	nue .	2004	•	-
			TAT.	26
		Canana Marian		9 -
Ba	rry A. N. Bloom as SV	General Partner of CNL Resort	Hospitality GP, LLC as GP	
STATE OF Florida	•		YES Yes	28
COUNTY OF Otenge	<del></del>		ा । स्टब्स	ني ال <sub>س</sub> يا
On this 23	day of Jur	10	, 2004	<u></u>
Bany A. N. Bioom				
		<del>~</del>	, personally appeared before me	i
who is personally known to	me			
whose identity I proved on				
	<del></del>			
8	•		<del></del>	
(Notary Public Signato	Dandin			···· .
Elize J. Bardin			oddin. Elles I Ward-	
(Notary's Printed Nam	is)	<del></del>	Files J. Bantin My Commission Diratings	<b>51</b>
Seal My Commission	Expires:		7674 Explore March 16, 2008	<u>-</u>

# Delaware

## The First State

I, HARRIET SHITE WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CNL RESORT ARIZONA HOLDINGS III, LP" IS DULY FORMED UNDER THE LANS 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 SECOND DAY OF APRIL, A.D. 2004.

3318808 8300 040238251



Harriet Smith Windson, Secretary of State
AUTHENTICATION: 3031649

DATE: 04-02-04