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From: Eliza J. Bardin
 Account Name : CNL HOTELS & RESORTS, INC.
 Account Number : I20050000020
 Phone : (407) 650-1549
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DIVISION OF CORPORATION

LIMITED PARTNERSHIP AMENDMENT
RFS PARTNERSHIP, LIMITED PARTNERSHIP

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 TALLAHASSEE FLORIDA

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**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A
FOREIGN LIMITED PARTNERSHIP**


The undersigned general partners of RFS Partnership, L.P.,
a (an) Limited Partnership, executed this
supplemental affidavit filed pursuant to section 620.176, Florida Statutes. The total amount of
the capital contributions of the limited partners allocated for the purpose of transacting
business in Florida is: \$ 530,300,000.00.

Signed this 28 day of April, 2005

FURTHER AFFLIANT SAYETH NOT.

*Under penalties of perjury, I declare that I have read the foregoing and that the facts are true,
to the best of my knowledge and belief.*

General Partner


By: Stephanie J. Thomas, Asst Secretary
of CNL Rose GP Corp., as General Partner

FEES:

\$7 per \$1,000 based on the additional contributions
(Minimum \$52.50 - Maximum \$1,750.00)

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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