

Document Number Only

095000000008

C T CORPORATION SYSTEM

Requestor's Name

1311 Executive Center Drive, Ste. 200

Address

Tallahassee, FL 32301 (904) 656-8298  
City State Zip Phone

CORPORATION(S) NAME

FILED STATE  
SECRETARY OF CORPORATIONS  
95 JAN -6 PM 3: 18

8100001376448  
-01/11/95--01062--029  
\*\*\*\*984 14 \*\*\*\*984 14

SLC Operating Limited Partnership

☐ Profit

☐ NonProfit

☐ Amendment

8100001376448  
-01/11/95--01062--050  
\*\*\*\*984 14 \*\*\*\*984 26.25

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☒ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of H.A.

☐ Certified Copy

☐ Photo Copies

3 ☒ CUS / G/S

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

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8. 26.25  
9. 26.25  
10. 26.25

CR2E031 (1-89)

Florida Department of State, Jim Smith, Secretary of State

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

1. SLC Operating Limited Partnership

(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.

December 15, 1994

(Date of Formation)

5.

CT CORPORATION SYSTEM

(Name of Registered Agent for Service of Process)

6

c/o C T Corporation System, 1200 South Pine Island Road

(Street Address of Registered Office)

Plantation

(City)

, Florida

33324

(Zip Code)

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

CT CORPORATION SYSTEM

(Officer must sign on this line)

Assistant Secretary

(Type Name and Title of Officer)

8. 11845 West Olympic Boulevard, Suite 560, Los Angeles, California 90064

(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

SPECIFIC ADDRESS

See attached list.

10. 11845 West Olympic Boulevard, Suite 560, Los Angeles, California 90064

(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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

12. 11845 West Olympic Boulevard, Suite 560, Los Angeles, California 90064

(Mailing Address of Limited Partnership)

37th  
This 26th day of December, 1994.

Kevin E. Mallory  
General Partner  
Kevin E. Mallory, Executive Vice President  
of Hotel Investors Corporation

STATE OF California  
COUNTY OF Los Angeles

THE FOREGOING instrument was acknowledged and sworn to before me this 27th day  
of December, 1994, by KEVIN E. MALLORY (Name of General Partner) of

SLC Operating Limited Partnership  
(Name of Limited Partnership), A Delaware (State or Country) Limited  
Partnership, on behalf of the Limited Partnership.

Jayne C. Gordon  
Notary Public

State of California at Large  
JAYNE C. GORDON  
COMM. # 924102  
Notary Public - California  
SAN DIEGO COUNTY  
My Comm. Expires JUN-9-1998  
My Commission Expires: June 9 1998

FILED - STATIONS  
SECRETARY OF STATE  
95 JUN -6 PM 3:15

GENERAL PARTNERS  
OF  
SLC OPERATING LIMITED PARTNERSHIP

<u>NAME</u>	<u>ADDRESS</u>
Hotel Investors Corporation P12438	11845 West Olympic Boulevard, Suite 560 Los Angeles, CA 90064 Attention: Kevin E. Mallory
Columbus Operators, Inc. F9500000097	11845 West Olympic Boulevard, Suite 560 Los Angeles, CA 90064 Attention: Kevin E. Mallory
Hotel Investors of Arizona, Inc. F9500000080	11845 West Olympic Boulevard, Suite 560 Los Angeles, CA 90064 Attention: Kevin E. Mallory
Hotel Investors of Michigan, Inc. F9500000077	11845 West Olympic Boulevard, Suite 560 Los Angeles, CA 90064 Attention: Kevin E. Mallory
Hotel Investors of Virginia, Inc. F9500000046	11845 West Olympic Boulevard, Suite 560 Los Angeles, CA 90064 Attention: Kevin E. Mallory
Western Host, Inc. F9500000095	11845 West Olympic Boulevard, Suite 560 Los Angeles, CA 90064 Attention: Kevin E. Mallory
Hotel Investors Corporation of Nevada F9500000078	11845 West Olympic Boulevard, Suite 560 Los Angeles, CA 90064 Attention: Kevin E. Mallory
Hotel Investors of Nebraska, Inc. F9500000079	11845 West Olympic Boulevard, Suite 560 Los Angeles, CA 90064 Attention: Kevin E. Mallory

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 JAN -6 PM 3:15

### AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Kevin E. Mallory, a  
general partner of SLC Operating Limited Partnership, 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 \$ 6,417,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 64,170.00.

This 27th day of December, 1994

#### **FURTHER AFFIANT 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

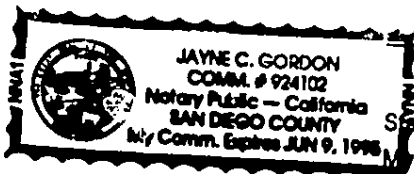
Kevin E. Mallory

FILED  
SECRETARY OF STATE  
95 JUN -6 PM 3:15

STATE OF California  
COUNTY OF Los Angeles  
DATE December 27, 1994

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared KEVIN E. MALLORY (General Partner, known to me and know by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

IN WHITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 27th day of December, 1994.



Jayne C. Gordon  
Notary Public  
State of California at Large  
Commission Expires: June 9, 1995

Document Number Only

B9500000000008

C T CORPORATION SYSTEM

Requestor's Name

1311 Executive Center Drive, ste. 200

Address

Tallahassee, FL. 32301 (904) 656-8298

City

State

Zip

Phone

CORPORATION(S) NAME

FILED 1995 MAR 14 10:11 AM  
U.S. DEPT. OF JUSTICE  
\*\*\*\*\*

FILED STATE  
SECRETARY OF CORPORATIONS  
95 MAR -8 PM 3:23

SLL Operating Limited Partnership

☐ Profit

☐ NonProfit

☒ Amendment

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal

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P. AGENT FEE 52.50  
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TOTAL 54.50  
3.00 BANK  
30.00 DUE  
24.50

CH2E031 (1-89)

**CERTIFICATE OF AMENDMENT  
TO  
APPLICATION FOR REGISTRATION  
OF**

SLC Operating Limited Partnership

(insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

The managing general partner has changed it's name from  
Hotel Investors Corporation to Starwood Lodging Corporation

FILED STATE  
SECRETARIES  
MAR - 6 PM 3:23

Kevin E. Mallory  
(Signature of a General Partner) EXEC. Vice Pres.

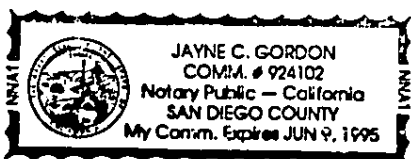
Kevin E. Mallory for Starwood Lodging Corporation, General Partner  
(Typed or printed name of General Partner signing above)

STATE OF California

COUNTY OF Los Angeles

On this 28<sup>th</sup> day of February, 1995, KEVIN E. MALLORY  
personally appeared before me,

☒ who is personally known to me  
☐ whose identity I proved on the basis of



Jayne C. Gordon  
(Notary Public Signature)  
JAYNE C GORDON  
(Notary's Printed Name)

Seal

My Commission Expires: 6-9-95

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP  
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Sandra Mortonham  
Secretary of State  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 JAN -3 AM 11:12

1. Name of Limited Partnership

1a. DOCUMENT #  
B95000000008

95 JAN -3 AM 11:13

SLC OPERATING LIMITED PARTNERSHIP

Mailing Address

11845 WEST OLYMPIC BLVD., SUITE 500  
LOS ANGELES CA 90064

Principal Office Address

11845 WEST OLYMPIC BLVD., SUITE 500  
LOS ANGELES CA 90064

DO NOT WRITE IN THIS SPACE

2. New Mailing Address, If Applicable

Suite, Apt. #, etc.

City, State & Zip

2a. New Principal Office Address, If Applicable

Suite, Apt. #, etc.

City, State & Zip

If above addresses are incorrect in any way, line through the incorrect information and enter correct address in Block 2 and/or 2a

3. Date Formed or Registered to Do Business in  
FLORIDA  
01/06/1995

3a. Date of Last Report

4. State or Country of Formation  
DE

300001685623  
-01/10/96--01/15/97--01/13  
\*\*\*\*576.25 \*\*\*\*576.25

5a. Capital Contributions as Shown  
on Record  
\$64,170.00

5b. Amount of Capital Contributions in  
FLORIDA to date  
\$64,170.00

6. FEI Number

95-4509414

Applied For

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

See Instructions for requirements  
for a certificate of status

8. FEES: 1.) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50  
2.) Supplemental Fee: \$138.75 (pursuant to section 607.193, F.S.)

THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75)

Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee  
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE

9. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM  
1200 SOUTH PINE ISLAND ROAD  
PLANTATION FL 33324

10. If changed, new Registered Agent/Office

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc.

City

FL

Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s)

11a. Address of Each General Partner  
(Do NOT Use Post Office Box Numbers)

11b. City, State & Zip Code

11c. Registration/  
Document Number

STARWOOD LODGING CORPORATION

11845 WEST OLYMPIC BL

LOS ANGELES CA 90064

P12438

COLUMBUS OPERATORS, INC.

11845 WEST OLYMPIC BL

LOS ANGELES CA 90064

F95000000097

HOTEL INVESTORS OF ARIZONA,

11845 WEST OLYMPIC BL

LOS ANGELES CA 90064

F95000000080

HOTEL INVESTORS OF MICHIGAN,

11845 WEST OLYMPIC BL

LOS ANGELES CA 90064

F95000000077

HOTEL INVESTORS OF VIRGINIA,

11845 WEST OLYMPIC BL

LOS ANGELES CA 90064

F95000000066

WESTERN HOST, INC.

11845 WEST OLYMPIC BL

LOS ANGELES CA 90064

F95000000065

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE

Kevin E. Mallory, Executive Vice President  
of Starwood Lodging Corporation

DATE

Typed or Printed Name of General Partner Signing Form

Telephone Number

(310) 575-3900