

B95000000142



95 APR 21 11:12:39

DIVISION OF REGISTRATION

ACCOUNT NO. : 072100000032
REFERENCE : 583223 869010
AUTHORIZATION :
COST LIMIT : \$ ~~422.50~~

FILED
95 APR 21 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 21, 1995

ORDER TIME : 10:24 AM

ORDER NO. : 583223

CUSTOMER NO: 869010

CUSTOMER: Ms. Amy Hopson - 869010
Prentice Hall Legal &
400 North Saint Paul
Suite 1025
Dallas, TX 75201

900001466199
-04/27/95--01027--015
*****87.50 *****87.50

900001466199
-04/27/95--01027--016
*****17.50 *****17.50

FOREIGN FILINGS

NAME: PA PEACHTREE HOTEL
ACQUISITIONS, LTD.

XX PROFIT
NON-PROFIT

CORPORATE
XX LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
~~XX~~ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

Florida Department of State, Jim Smith, Secretary of State

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

1. PA Peachtree Hotel Acquisitions, L.P.

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

2 PA Peachtree Hotel Acquisitions, Ltd.

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

3. Delaware

(State of Formation)

4.

4-30-92
(Date of Formation)

5. The Prentice-Hall Corporation System, Inc.

(Name of Registered Agent for Service of Process)

6 1201 Hays Street, Suite 105

(Street Address of Registered Office)

Tallahassee

(City)

, Florida

32301

(Zip Code)

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

The Prentice-Hall Corporation System, Inc.

By:

James H. Brown

Assistant Secretary

(Agent must sign on this line)

8. c/o Patriot American, 3030 LBJ Freeway, Ste 1500, Dallas, TX 75234
(Address of Registered Office required in State of Formation or, if not required, Address of
Principal Office.)

9. NAME OF GENERAL PARTNERS

B95-143

SPECIFIC ADDRESS

PA-GP Peachtree Hotel Acquisitions, L.P.,
a Delaware limited partnership

c/o Patriot American
3030 LBJ Freeway
Suite 1500
Dallas, TX 75234

10. c/o Patriot American, 3030 LBJ Freeway, Ste 1500, Dallas, TX 75234
(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. c/o Patriot American, 3030 LBJ Freeway, Ste 1500, Dallas, TX 75234
(Mailing Address of Limited Partnership)

FILED
95
21
FEB 23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This 19th day of April, 19 95.

Paul A. Nussbaum
General Partner

Paul A. Nussbaum, President of PA Peachtree Hotel Acquisitions Operating Corporation, the general partner of PA-GP Peachtree Hotel Acquisitions, L.P., the general partner of PA Peachtree Hotel Acquisitions, TEXAS L.P.

COUNTY OF DALLAS

THE FOREGOING instrument was acknowledged and sworn to before me this 19th day of April, 19 95, by Paul Nussbaum * (Name of General Partner) of

PA Peachtree Hotel Acquisitions, L.P.

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

Mary E. O'Brien
Notary Public

State of Texas at Large

(SEAL)

My Commission Expires:

1-11-97

FILED
APR 21 PM 1:23
CLERK OF STATE
TALLAHASSEE, FLORIDA

a Delaware corporation,

*President of PA Peachtree Hotel Acquisitions Operating Corporation, / the general partner of PA-GP Peachtree Hotel Acquisitions, L.P., the general partner of PA Peachtree Hotel Acquisitions, L.P.

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Acquisitions, L.P., a
general partner of PA Peachtree Hotel Acquisitions, ~~(LLP)~~ L.P., a
Delaware, limited partnership, hereinafter referred to as the "Partnership", who
certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 990.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ zero

This _____ day of April, 1995

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

Paul A. Nussbaum, President of PA Peachtree Hotel Acquisitions Operating Corporation, the general partner of PA-GF Peachtree Hotel Acquisitions, L.P., the general partner of PA Peachtree Hotel Acquisitions, L.P.

STATE OF Texas
COUNTY OF Dallas
DATE April , 1995

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 Paul A. Nussbaum (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 President of the general partner of the

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this _____ day of April, 1995.

Notary Public

Sea!

State of Texas at Large

My Commission Expires:

1-14-92