

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

904-222-9171

B96000000414



ACCOUNT NO. : 072100000032

REFERENCE : 134544 91243A

AUTHORIZATION : *Patricia Poynt*

COST LIMIT : ~~\$200.00~~

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 29 PM 4:26

ORDER DATE : October 28, 1996

ORDER TIME : 10:26 AM

ORDER NO. : 134544-025

\$1,785.00

200001989272--6

CUSTOMER NO: 91243A

CUSTOMER: Amy Reuter, Legal Asst
Interstate Hotels Corporation
Foster Plaza
680 Andersen Drive
Pittsburgh, PA 15220

FOREIGN FILINGS

NAME: CROSSROADS/MEMPHIS
PARTNERSHIP, L.P.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 29 PM 4:26

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

B/K
10/29/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 29 PM 4:26

Florida Department of State, Sandra B. Mortham, Secretary of State

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

1. Crossroads/Memphis Partnership, L.P.
(Name of limited partnership as it is in the home state)
2. N/A
(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. September 16, 1996
(State of Formation) (Date of Formation)
5. Corporation Service Company
(Name of Registered Agent for Service of Process)
6. 1201 Hays Street
(Street Address of Registered Office)
- Tallahassee, Florida 32301
(City) (Zip Code)
7. **Acceptance by the Registered Agent for Service of Process.**
Corporation Service Company
By: Deborah D. Skipper Deborah D. Skipper, as Agent
(Agent must sign on this line)
8. 1201 Hays Street, Tallahassee, Florida 32301
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. **NAMES OF GENERAL PARTNERS** **STREET ADDRESS**
- | | |
|-------------------------------------------|-------------------------------------------|
| <u>Crossroads/Memphis Company, L.L.C.</u> | <u>Foster Plaza X, 680 Andersen Drive</u> |
| | <u>Pittsburgh, PA 15220</u> |
| <u>M9600000424</u> | |
| | |
| | |
| | |
10. Foster Plaza X, 680 Andersen Drive, Pittsburgh, PA 15220
(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.

CONTINUED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 29 10 49:26

12. Foster Plaza X, 680 Anderson Drive, Pittsburgh, PA 15220

(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 day of 25th, October, 19 96

By: CROSSROADS/MEMPHIS COMPANY, L.L.C., general partner

By: *A. Thomas Langley*

STATE OF Pennsylvania

COUNTY OF Allegheny

On this 25th day of October, 19 96, W. Thomas Beengton, Jr.

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Amy B. Reuter

(Notary Public Signature)

Amy B. Reuter

(Notary's Printed Name)

Seal

My Commission Expires:

Notarial Seal
Amy B. Reuter, Notary Public
Greene Township, Allegheny County
My Commission Expires Oct. 9, 1999
Member, Pennsylvania Association of Notaries

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 29 PM 4:45

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

BEFORE ME the undersigned personally appeared _____,
a general partner of Crossroads/Memphis Partnership, L.P., 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 \$ 1,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 2,200,000.

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 25th day of October, 19 96
By: CROSSROADS/MEMPHIS COMPANY, L.L.C.

W. Thomas Parry

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 OCT 29 PM 4:26

STATE OF Pennsylvania
COUNTY OF Allegheny

On this 25th day of October, 19 96, W. Thomas Parry personally appeared before me,

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

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 OCT 29 PM 4:26

Amy B. Reuter
(Notary Public Signature)

Amy B. Reuter
(Notary's Printed Name)

Seal

My Commission Expires:

Notarial Seal
Amy B. Reuter, Notary Public
Green Tree Boro, Allegheny County
My Commission Expires Oct. 9, 1999
Member, Pennsylvania Association of Notaries