

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086



B96000000415

ACCOUNT NO. : 072100000032
REFERENCE : 123692 4323000
AUTHORIZATION : Patricia Pyzdek
COST LIMIT : \$ 1785.00

ORDER DATE : October 17, 1996

ORDER TIME : 10:15 AM

ORDER NO. : 123692-010

CUSTOMER NO: 4323000

900001930599--2

CUSTOMER: Ms. Sondra Millner
Crain Cooksey Vettman & Miller
623 East Broadway
P. O. Box 867
Centralia, IL 62801

FOREIGN FILINGS

NAME: GEGERO LODGING L.P.

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 30 PM 12:57

BK
10/30/96

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

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

FILED
DIVISION OF CORPORATIONS
96 OCT 30 PM 12:51

1. GEGERO LODGING L.P.
(Name of limited partnership as it is in the home state)
2. GEGERO LODGING LIMITED PARTNERSHIP
(If name is unavailable, name under which the limited partnership proposed to register or transact business in Florida; must contain the word "Limited" or "LTD.")
3. DELAWARE 4. AUGUST 16, 1996
5. The Prentice-Hall Corporation System, Inc.
(Name of Registered Agent for Service of Process)
6. Address of Registered Office:
1201 Hays Street, Suite 105
Tallahassee, Florida 32301
7. Acceptance by the Registered Agent for Service of Process.
The Prentice-Hall Corporation System, Inc.
By Roger P Smith Jr. ASSISTANT SECRETARY
(Agent must sign on this line)
8. 1013 Centre Road, Wilmington, Delaware 19805
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNER STREET ADDRESS
DBG Enterprises, Inc. 140 South Locust, 3rd Floor
Centralia, IL 62801
10. Office where Names, Addresses and Contributions of Limited Partners are kept.)
140 South Locust, Third Floor, Centralia, Illinois 62801
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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

F-96000005-485

12. 140 South Locust, Third Floor, Centralia, Illinois 62801
(Mailing Address of Limited Partnership)

Under penalties of perjury, I, being duly sworn, declare that I have read the foregoing and know the contents hereof and that the facts stated herein are true and correct.

Dated this 26th day of August, 1996.

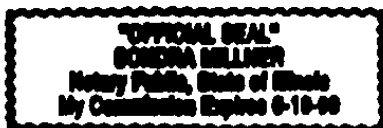
GEGERO LODGING L.P.
By Its General Partner,
DBG Enterprises, Inc.

By *[Signature]*
D. Bruce Geary, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 30 PM 12:51

STATE OF ILLINOIS)
) SS.
COUNTY OF MARION)

On this 26th day of August, 1996, D. Bruce Geary personally appeared before me, who is personally known to me to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.



SEAL

Sandra Miller
(Notary Public Signature)

Sandra Miller
(Notary's Printed Name)

My Commission Expires: 6-18-99

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN
LIMITED PARTNERSHIP

BEFORE ME, the undersigned, D. Bruce Geary, President of DBG Enterprises, Inc., the general partner of Gegero Lodging L.P., a Delaware limited partnership, hereinafter referred to as the "Partnership," personally appeared and certifies as follows:

1. The amount of capital contributions of the limited partners is \$800,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$400,000.00.

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 herein are true and correct.

Dated this 26th day of August, 1996.

GEGERO LODGING L.P.
By Its General Partner,
DBG Enterprises, Inc.

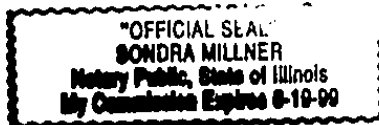
By

D. Bruce Geary
D. Bruce Geary, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 30 PM 12:57

STATE OF ILLINOIS)
) SS.
COUNTY OF MARION)

On this 26th day of August, 1996, D. Bruce Geary personally appeared before me, who is personally known to me to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.



Sondra Millner
(Notary Public Signature)

Sondra Millner
(Notary's Printed Name)

SEAL

My Commission Expires: _____