

1397000000114

Mark A. Murphy

Requestor's Name

Imperial USA

300 Royal Poinciana Way

Address

Tallah. FL 33480

City/State/Zip

Phone #

000002271000--8

-08/08/97--01135-009

Office Use Only *****70.00 *****35.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 SEP -2 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Rachy
08/09/97



INNKEEPERS USA

Mark A. Murphy, Esq.
General Counsel
(561) 835-1800 Ext. 336

August 29, 1997

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: *Innkeepers Financing Partnership III, L.P.*

Dear Sir or Madam:

I am enclosing the original completed and signed *Limited Partnership Statement of Change of Registered Office or Registered Agent, or Both* in accordance with your letter dated August 19, 1997 (copy attached).

Should you have any questions, please feel free to contact me.

Very truly yours,

Mark A. Murphy

MAM/wg
Enclosures

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COPY

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 19, 1997

MARK A. MURPHY
INNKEEPERS USA
306 ROYAL POINCIANA WAY
PALM BEACH, FL 33480

SUBJECT: INNKEEPERS FINANCING PARTNERSHIP III, L.P.
Ref. Number: B97000000114

RECEIVED
91 SEP - 2 AM 8:49
DIVISION OF CORPORATIONS

We have received your document for INNKEEPERS FINANCING PARTNERSHIP III, L.P. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A LIMITED PARTNERSHIP HAS A SPECIFIC FORM FOR A CHANGE OF REGISTERED AGENT.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 797A00041921

**LIMITED PARTNERSHIP STATEMENT OF CHANGE OF REGISTERED
OFFICE OR REGISTERED AGENT, OR BOTH**

Pursuant to the provisions of sections 620.105 and 620.1051, Florida Statutes, the undersigned limited partnership organized under the laws of the state of Virginia, submits the following statement in order to change its registered office or registered agent, or both, in the state of Florida.

1. Innkeepers Financing Partnership III, L.P.
Name of the limited partnership

2. February 26, 1997 3. B97000000114
Date of filing/registration in Florida Document number assigned

4. The name and address of the present registered agent and office:

CT Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

5. The name and street address of the successor registered agent and office: (P.O. Box not acceptable)

Mark A. Murphy
306 Royal Poinciana Way
Palm Beach, Florida 33480

FILED
91 SEP -2 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Such change was authorized by the general partners.
Innkeepers Financial Corporation III

By: Mark Murphy, Vice President
Signature of General Partner

7/23/97
Date

Having been named as registered agent and to accept service of process for the above stated limited partnership at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Mark Murphy
Registered Agent signature

7/23/97
Date

Filing Fee: \$35.00

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314