

B9800000552



ACCOUNT NO. : 072100000032
 REFERENCE : 752344 4380006
 AUTHORIZATION : *Patricia Pujate*
 COST LIMIT : \$ 52.50

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 00 JUL -5 PM 1:33

ORDER DATE : July 3, 2000

ORDER TIME : 11:37 AM

ORDER NO. : 752344-015

CUSTOMER NO: 4380006

300003313343--7

CUSTOMER: Melissa A. Durbin, Legal Asst
 Host Marriott Corporation
 10400 Fernwood Rd.

Bethesda, MD 20817

FOREIGN FILINGS

NAME: HOST MARRIOTT, L.P.

B98-552

PROFIT
 NON-PROFIT

CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

3/15

RECEIVED
 00 JUL -5 PM 12:09
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

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

HOST MARRIOTT, L.P.

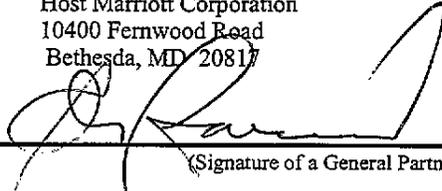
(Insert name currently on file with Florida Dept. of State)

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:

HMC Real Estate LLC (succeeded by Hanover Hotel Acquisition Corp. by merger) withdraws as general partner and the new general partner is:

Host Marriott Corporation
10400 Fernwood Road
Bethesda, MD 20817



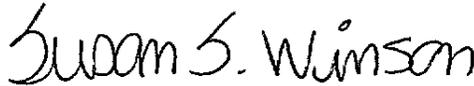
(Signature of a General Partner)

Christopher G. Townsend, Sr. Vice Pres. of Host Marriott Corporation
(Typed or printed name of General Partner signing above)

STATE OF Maryland
COUNTY OF Montgomery

On this 28th day of June, 2000, Christopher G. Townsend
personally appeared before me,

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



(Notary Public Signature)

Susan S. Winson

(Notary's Printed Name)

Seal

My Commission Expires: _____

SUSAN S. WINSON
NOTARY PUBLIC STATE OF MARYLAND
My Commission Expires May 17, 2003

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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