



THE UNITED STATES  
CORPORATION  
COMPANY

B99000000188

ACCOUNT NO. : 072100000032

REFERENCE : 228912 4322404

AUTHORIZATION : Patricia Pruitt

COST LIMIT : ~~322.50~~

ORDER DATE : May 5, 1999

ORDER TIME : 11:16 AM

ORDER NO. : 228912-010

CUSTOMER NO: 4322404

CUSTOMER: Susan E. Mitchell, Legal Asst  
Jenkins & Gilchrist  
Suite 3200  
1445 Ross Avenue  
Dallas, TX 75202-2711

~~1837.50~~ 1,837.50  
300002863743--4

FOREIGN FILINGS

NAME: FELCOR/MM HOLDINGS, L.P.

mk  
5/5/99  
5

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Mimi Stephens

File 2<sup>nd</sup>

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
99 MAY -5 PM 4:02

RECEIVED  
DIVISION OF CORPORATION  
99 MAY -5 PM 12:11



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 5, 1999

MIMI STEPHENS  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: FELCOR/MM HOLDINGS, L.P.  
Ref. Number: W99000010554

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DIVISION OF CORPORATIONS  
99 MAY -5 PM 4:02

We have received your document for FELCOR/MM HOLDINGS, L.P. and the authorization to debit your account in the amount of \$1837.50. However, the document has not been filed and is being returned for the following:

Before this partnership can be filed, its general partner -- FELCOR/MM HOTELS, L.L.C. -- must complete its qualification.,

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) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 299A00024524

*File 2<sup>nd</sup>*

RECEIVED  
99 MAY 10 PM 3:12

**RESUBMIT**

Please give original  
submission date as file date.

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

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAY -5 PM 4:02

1. FelCor/MM Holdings, L.P.  
(Name of limited partnership as it is in the home state)
2. \_\_\_\_\_  
(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. April 22, 1999  
(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:

Laura R. Davis  
(Agent must sign on this line)  
Corporation Service Company

8. 545 E. John Carpenter Freeway, Suite 1300, Irving, Texas 75062

(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

FelCor/MM Hotels, L.L.C. 545 E. John Carpenter Freeway., Suite 1300,

M99000000709

Irving, Texas 75062

10. 545 E. John Carpenter Freeway, Suite 1300, Irving, Texas 75062  
(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 canceled or withdrawn.

CONTINUED

545 E. John Carpenter Freeway, Suite 1300

Irving, Texas 75062

(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 28<sup>th</sup> day of April, 19 99

Joel M. Eastman, VP  
General Partner

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
99 MAY -5 PM 4:02

STATE OF TEXAS

COUNTY OF DALLAS

On this 28<sup>th</sup> day of April, 19 99

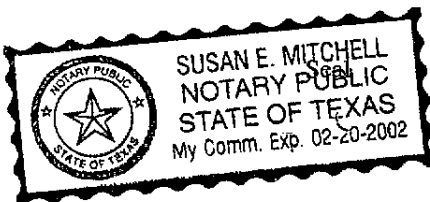
Joel M. Eastman, Vice President of FelCor/MM Hotels, L.L.C., general partner personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

Susan E. Mitchell  
(Notary Public Signature)

SUSAN E. MITCHELL  
(Notary's Printed Name)



My Commission Expires: 2/20/2002

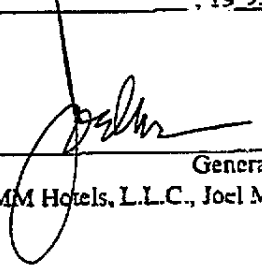
# AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Joel M. Eastman, Vice Pres. of FelCor/MM Hotels, L.L.C.  
a general partner of FelCor/MM Holdings, 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 \$1,000,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$20,000,000.

*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 3rd day of April MAY, 19 99.

  
\_\_\_\_\_  
General Partner  
FelCor/MM Hotels, L.L.C., Joel M. Eastman, Vice President

STATE OF TEXAS

COUNTY OF DALLAS

On this 3rd day of May, 19 99.

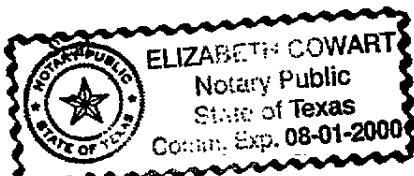
Joel M. Eastman, V. P. of FelCor/MM Hotels, L.L.C., general partner, personally appeared before me.

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

  
\_\_\_\_\_  
(Notary Public Signature)

Elizabeth Cowart  
\_\_\_\_\_  
(Notary's Printed Name)



My Commission Expires:

08-01-2000

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
99 MAY -5 PM 4:02