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KENNETH A. MALLERNEE, ESQ.

*The Equitable Building
100 Peachtree Street NW, Suite 450
Atlanta, Georgia 30303-1913*

Telephone: (404) 223-1870
Facsimile: (404) 223-1886

January 4, 2000

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Qualification/Tax Lien Section
409 E. Gaines Street
Tallahassee, Florida 32399

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-01/05/00-01087--004
*****70.00 *****70.00

Re: Registration of Jacksonville Airport, Inc. and Jacksonville Golfair, Inc.
Fictitious Name Renewal of Valu-Lodge

Dear Sir/Madam:

The undersigned is General Counsel for Jacksonville Airport, Inc., Jacksonville Golfair, Inc. and the Valu-Lodge motel chain. Please find enclosed the completed applications for registration of the above-stated corporations and the fictitious name renewal of Valu-Lodge as well as checks for the required fees for same. I would appreciate your prompt attention to the completion of these matters.

Should you have any questions or concerns regarding any of the above, please call me at the telephone number listed above.

Sincerely,


Kenneth A. Mallernee

Enclosure
KAM/jm
cc: Eric S. Kolar

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Jacksonville Airport, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Melton Harrell
(Name of Person)

c/o Intown Properties, Inc.
(Firm/Company)

100 Peachtree St. NW, Suite 450
(Address)

Atlanta, Georgia 30303-1913
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Kenneth A. Mallernee, Esq. (404) 223-1870
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Jacksonville Airport, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Georgia 3. 58-2219994
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 6, 1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. March 11, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 100 Peachtree St. NW, Suite 450
Atlanta, Georgia 30303-1913
(Current mailing address)

8. Motel management or any other lawful purpose
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: ERIC S. KOLAR

Office Address: 1830 ATLANTIC BLVD.

JACKSONVILLE, FL 32207, Florida, 32207
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.

[Signature]

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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TALLAHASSEE FLORIDA

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Melton Harrell

Address: 100 Peachtree St. NW, Suite 450, Atlanta, GA 30303

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Melton Harrell

Address: 100 Peachtree St. NW, Suite 450, Atlanta, GA 30303

Vice President: N/A

Address: _____

Secretary: Melton Harrell

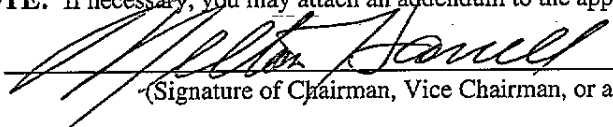
Address: same as above

Treasurer: Melton Harrell

Address: same as above

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TALLAHASSEE FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Melton Harrell, Chairman
(Typed or printed name and capacity of person signing application)

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : K93640528
CONTROL NUMBER : K608671
DATE INC/AUTH/FILED: 03/06/1996
JURISDICTION : GEORGIA
PRINT DATE : 12/30/1999
FORM NUMBER : 211

KENNETH A. MALLERNEE
INTOWN MANAGEMENT, INC.
100 PEACHTREE ST NW, STE 450
ATLANTA, GA 303031913

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TALLAHASSEE FLORIDA

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

JACKSONVILLE AIRPORT, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox

Cathy Cox
Secretary of State