

CT CORPORATION SYSTEM

F00000007006

CORPORATION(S) NAME

RFS Leasing VII, Inc.

FILED
00 DEC 18 PM 1:45
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of RA
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> CUS
<input type="checkbox"/> Photocopies	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30	<input type="checkbox"/> Will Wait
<input type="checkbox"/> After 4:30	<input checked="" type="checkbox"/> Pick Up	<input type="checkbox"/> Mail Out

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

12/18/00

Order#: 3439097

Ref#: _____

Amount: \$ _____

500003503635--4
-12/18/00--01067--008
*****70.00 *****70.00

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

A CCH LEGAL INFORMATION SERVICES COMPANY

SUFFICIENCY OF FILING

2000 DEC 18 8 1330 AM

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

3K

12/18/00

**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. RFS Leasing VII, 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. Tennessee 3. 62-1837005
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11/14/2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 11/27/2000
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 850 Ridge Lake Blvd., Suite 220, Memphis, TN 38120
(Principal office address)

same
(Current mailing address)

To lease hotel properties

8. _____
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (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.

By: CT Corporation System
Hillary England
(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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STATE CLERK OF SUPERIOR COURT

B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. _____

(Typed or printed name and capacity of person signing application)

Officers & Directors

Robert M. Solmson: Chief Executive Officer, Chairman of the Board, and Director

Business Address: 850 Ridge Lake Blvd.
Suite 220
Memphis, TN 38120

Randall L. Churchey: President, Chief Operating Officer, and Director

Business Address: 850 Ridge Lake Blvd.
Suite 220
Memphis, TN 38120

Kevin M. Luebbers: Vice President, Secretary, Treasurer, and Director

Business Address: 850 Ridge Lake Blvd.
Suite 220
Memphis, TN 38120

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Secretary of State
Division of Business Services**

**312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243**

ISSUANCE DATE: 11/17/2000
REQUEST NUMBER: 00322515
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 11/14/2000
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0398740
JURISDICTION: TENNESSEE

TO:
CFS
8161 HWY 100
#172
NASHVILLE, TN 37221

REQUESTED BY:
CFS
8161 HWY 100
#172
NASHVILLE, TN 37221

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"RFS LEASING VII, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF
INCORPORATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

FILED
DEC 18 PM 1:45
SECRETARY OF STATE
NASHVILLE, FLORIDA

FOR: REQUEST FOR CERTIFICATE

ON DATE: 11/17/00

FROM:
CFS
8161 HIGHWAY 100
#172
NASHVILLE, TN 37221-0000

RECEIVED: FEES \$520.00 \$0.00
TOTAL PAYMENT RECEIVED: \$520.00

RECEIPT NUMBER: 00002765900
ACCOUNT NUMBER: 00101230



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE