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REFERENCE : 156984 4324331

AUTHORIZATION : Patricia Pigato

COST LIMIT : \$ 70.00

FILED
01 MAY 24 PM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 21, 2001

ORDER TIME : 9:39 AM

ORDER NO. : 156984-030

CUSTOMER NO.: 4324331

CUSTOMER: Joseph Bernadino, Esq.
Prime Hospitality Corp.
700 Route 46 East
Po Box 2700
Fairfield, NJ 07004

300004315013--2

FOREIGN FILINGS

BK

NAME: PARSIPPANY LEASING CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Sandra Mathis -- EXT# 1165

EXAMINER: _____

RECEIVED
01 MAY 24 AM 10:51
DIVISION OF STATE
OPERATIONS
TALLAHASSEE, FLORIDA

**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

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SECRETARY OF STATE

1. PARSIPPANY LEASING CORP.
(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. Delaware 3. 52-2311476
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 26, 2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(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. 700 Route 46 East, Fairfield, NJ 07004
(Principal office address)
Same
(Current mailing address)
8. ownership of vehicles for hotel
(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: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(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.

Corporation Service Company

Judith Morgan, Asst. V.P.

(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 attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: See attached officers/directors rider

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. Joseph Bernadino, V.P./Secretary
(Typed or printed name and capacity of person signing application)

RIDER

NAME AND ADDRESS OF OFFICERS/DIRECTORS

Douglas Vicari, President
700 Route 46 East
Fairfield, NJ 07004

Richard Szymanski, V.P./Treasurer
700 Route 46 East
Fairfield, NJ 07004

Joseph Bernadino, V.P./Secretary
700 Route 46 East
Fairfield, NJ 07004

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TALLAHASSEE, FLORIDA

State of Delaware

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Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PARSIPPANY LEASING CORP." INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF MAY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3385102 8300

AUTHENTICATION: 1144610

010241939

DATE: 05-21-01

FILED
01 MAY 24 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA