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ACCOUNT NO. : 072100000032

REFERENCE : 217343 4364841

AUTHORIZATION : *Patricia Puyet*

COST LIMIT : \$ 70.00

ORDER DATE : July 11, 2001

ORDER TIME : 11:48 AM

ORDER NO. : 217343-005

CUSTOMER NO: 4364841

CUSTOMER: Ms. Tracie Donile
Arlington Hospitality, Inc.
2355 S. Arlington Hts. Road
Suite 400
Arlington Heigh, IL 60005

TO ACKNOWLEDGE
SUFFICIENCY OF FILING

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DEPARTMENT OF STATE
DIVISION OF CONSTITUTIONS

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BK

FOREIGN FILINGS

NAME: ARLINGTON HOSPITALITY
DEVELOPMENT, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUL 13 PM 3:24

FILED

CONTACT PERSON: Carla E. Lohi -- EXT# 1132

EXAMINER: _____

**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. Arlington Hospitality Development, 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. Illinois 3. 36-3733700
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 2, 1990 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. 2355 S. Arlington Heights Road, Suite 400, Arlington Heights, IL 60005
(Principal office address)
2355 S. Arlington Heights Road, Suite 400, Arlington Heights, IL 60005
(Current mailing address)
hotel/motel development/construction
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: 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

James R. Menden

(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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Michael P. Holtz

Address: 2355 S Arlington Heights Road, Suite 400

Arlington Heights, IL 60005

Vice Chairman: James B. Dale

Address: 2355 S Arlington Heights Road, Suite 400

Arlington Heights, IL 60005

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Michael P. Holtz

Address: 2355 S. Arlington Heights Road, Suite 400

Arlington Heights, IL 60005

Vice President: _____

Address: _____

Secretary: James B. Dale

Address: 2355 S. Arlington Heights Road, Suite 400, Arlington Heights, IL 60005

Treasurer: James B. Dale

Address: 2355 S. Arlington Heights Road, Suite 400, Arlington Heights, IL 60005

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

13. 

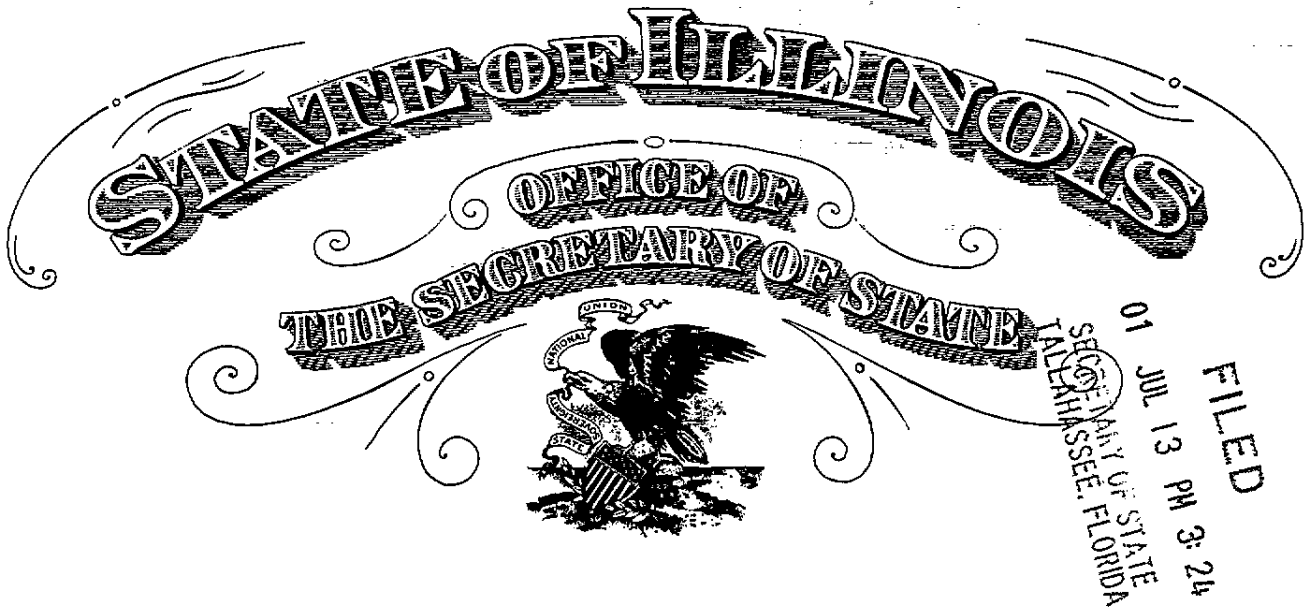
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael P. Holtz, President

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

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TALLAHASSEE, FLORIDA

File Number 5616-101-5



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

ARLINGTON HOSPITALITY DEVELOPMENT, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE NOVEMBER 2, 1990, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****



In Testimony Whereof, I, hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 11TH *day of* JULY *A.D.* 2001

Jesse White

SECRETARY OF STATE