

CT CORPORATION SYSTEM

FOI 0000006141

CORPORATION(S) NAME

7400 International Drive Hotel & Reosrt Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 NOV 29 PM 4:05

FILED

- | | | |
|--|---|---|
| <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 checked="" 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"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

RECEIVED
01 NOV 29 PM 2:28
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

11/29/01

Order#: 4867937

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-11/29/01-01060--021
Ref#: *****78.75 *****78.75

Amount: \$ _____

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

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. 7400 INTERNATIONAL DRIVE HOTEL & RESORT 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. DELAWARE
(State or country under the law of which it is incorporated)
3. 13-4192310
(FEI number, if applicable)
4. AUGUST 10, 2001
(Date of incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. c/o JP MORGAN CHASE, 52 BROADWAY, 3RD FLOOR, NEW YORK, NEW YORK 10004-1669
(Current mailing address)
8. NEW BUSINESS - HOLD REAL ESTATE
(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
(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.

C T Corporation System

(Registered agent's signature)

Jonathan R. Giddings
Assistant Secretary

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

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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: JOHN P. McDONAGH

Address: c/o JP MORGAN CHASE

380 MADISON AVE., 9TH FLOOR, NEW YORK, NEWYORK 100017

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

President: JOHN P. McDONAGH

Address: c/o JP MORGAN CHASE

380 MADISON AVENUE, 9TH FLOOR, NEW YORK, NEW YORK 10017

Vice President: JOSEPH S. HARRINGTON, JR

Address: c/o JP MORGAN CHASE

380 MADISON AVENUE, 9TH FLOOR, NEW YORK, NEW YORK 10017

Secretary: CURTIS O. SANDERS

Address: C/O JP MORGAN CHASE

52 BROADWAY, 3RD FLOOR, NEW YORK, NEW YORK 10004-1669

Treasurer: KENTON A. CAMPBELL

Address: c/o JP MORGAN CHASE

52 BROADWAY, 3RD FLOOR, NEW YORK, NEW YORK 10004-1669

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.13. Kenton A Campbell
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. KENTON A. CAMPBELL, TREASURER/ASST.VICE PRESIDENT.
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "7400 INTERNATIONAL DRIVE HOTEL & RESORTS INC." IS DULY 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-THIRD DAY OF OCTOBER, 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

3444529 8300

AUTHENTICATION: 1404991

010528605

DATE: 10-23-01