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REFERENCE : 705659 91243A

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED
02 JAN 16 PM 2:03
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : January 15, 2002

ORDER TIME : 10:45 AM

ORDER NO. : 705659-015

CUSTOMER NO: 91243A

CUSTOMER: Patricia S. Mahlstedt, Esq
Interstate Hotels Corporation
Foster Plaza 10
680 Andersen Drive
Pittsburgh, PA 15220

FOREIGN FILINGS

BK

NAME: CROSSROADS HOSPITALITY
MANAGEMENT COMPANY

XXXX QUALIFICATION (TYPE: CO)

200004778442--4

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER: _____

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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*

1. Crossroads Hospitality Management Company
(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. 25-1841659
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 30, 1999 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. Foster Plaza Ten, 680 Andersen Drive, Pittsburgh, PA 15220
(Principal office address)
same as above
(Current mailing address)
8. Hotel management and 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: 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

Richard Byron
(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: _____

B. OFFICERS

President: _____

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

14. Patricia S. Mahlstedt, Assistant Secretary
(Typed or printed name and capacity of person signing application)

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CROSSROADS HOSPITALITY MANAGEMENT COMPANY

DIRECTORS

Name	Title	Business Address
Thomas F. Hewitt	Director	Crossroads Hospitality Management Company Foster Plaza Ten 680 Andersen Drive Pittsburgh, PA 15220
J. William Richardson	Director	Crossroads Hospitality Management Company Foster Plaza Ten 680 Andersen Drive Pittsburgh, PA 15220
Kevin P. Kilkeary	Director	Crossroads Hospitality Management Company Foster Plaza Ten 680 Andersen Drive Pittsburgh, PA 15220

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OFFICERS

Kevin P. Kilkeary	President and Chief Operating Officer	Crossroads Hospitality Management Company Foster Plaza Ten 680 Andersen Drive Pittsburgh, PA 15220
Thomas F. Hewitt	Vice President	Crossroads Hospitality Management Company Foster Plaza Ten 680 Andersen Drive Pittsburgh, PA 15220
J. William Richardson	Vice President and Treasurer	Crossroads Hospitality Management Company Foster Plaza Ten 680 Andersen Drive Pittsburgh, PA 15220
Samuel E. Knighton	Senior Vice President of Operations	Crossroads Hospitality Management Company Foster Plaza Ten 680 Andersen Drive Pittsburgh, PA 15220
Timothy A. Breed	Vice President of Finance	Crossroads Hospitality Management Company Foster Plaza Ten 680 Andersen Drive Pittsburgh, PA 15220
Thomas Bardenett	Vice President-Sales and Marketing	Crossroads Hospitality Management Company Foster Plaza Ten 680 Andersen Drive Pittsburgh, PA 15220

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Brad Hoover	Vice President and Division Controller	Crossroads Hospitality Management Company Foster Plaza Ten 680 Andersen Drive Pittsburgh, PA 15220
Timothy Q. Hudak	Vice President and Secretary	Crossroads Hospitality Management Company Foster Plaza Ten 680 Andersen Drive Pittsburgh, PA 15220
Patricia S. Mahlstedt	Assistant Secretary	Crossroads Hospitality Management Company Foster Plaza Ten 680 Andersen Drive Pittsburgh, PA 15220
Mauro L. Macioce	Assistant Treasurer (Tax)	Crossroads Hospitality Management Company Foster Plaza Ten 680 Andersen Drive Pittsburgh, PA 15220

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CROSSROADS HOSPITALITY MANAGEMENT COMPANY" 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 FIFTEENTH DAY OF JANUARY, A.D. 2002.

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TALLAHASSEE, FLORIDA



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1559607

DATE: 01-15-02