

FO2000004906

April 3, 2002

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Inn USA, Inc.
Our File No. 3735

Gregory G. Spaulding
Kevin J. McCullough
Jan Gabrielson Tansil
Kevin S. Veenstra
Warren L. Dranit
Karin P. Beam
Terry S. Sterling
Kiersten M. Bugaj
Christopher J. Bucklin
Frank R. Bailey, III - of Counsel

Dear Sir or Madam:

Enclosed please find an original and one copy of the Application by Foreign Corporation for Authorization Transact Business in Florida for the above-referenced company. Also enclosed is a check for your filing fee in the amount of \$78.75.

Please file the original and return the enclosed copy, stamped with date of receipt to the undersigned in the envelope provided.

Thank you for your assistance.

Sincerely,

Anitra Fistick, Assistant to
Frank R. Bailey, III

:amf

Enclosures

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FILED
02 APR 05 AM 9:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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FO2-4906
OK



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 15, 2002

ANITRA FISTICK
3550 ROUND BARN BLVD., SUITE 306
SANTA ROSA, CA 95402

SUBJECT: INN USA, INC.
Ref. Number: W02000010476

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 SEP 26 AM 9:00

FILED

We have received your document for INN USA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 002A00022223

TRANSMITTAL LETTER

MAR - 5 2002

TO: Registration Section
Division of Corporations**SUBJECT:** INN USA, INC.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

FRANK R. BAILEY, III

(Name of Person)

SPAULDING McCULLOUGH & TANSIL, LLP

(Firm/Company)

3550 ROUND BARN BLVD., STE. 306

(Address)

SANTA ROSA, CA 95403

(City/State and Zip code)

For further information concerning this matter, please call:

FRANK R. BAILEY, III

(Name of Person)

at (707) 524-1900

(Area Code & Daytime Telephone Number)

STREET ADDRESS:Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399.**MAILING ADDRESS:**Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee☐ \$78.75 Filing Fee &
Certificate of Status☒ \$78.75 Filing Fee &
Certified Copy☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy02 SEP 26 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

SPAULDING McCULLOUGH & TANSIL LLP

ATTORNEYS AT LAW

September 23, 2002

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Inn USA, Inc.
Our File No. 3735

Gregory G. Spaulding
Kevin J. McCullough
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Thank you for your assistance.

Sincerely,



Anitra Campos, Assistant to
Frank R. Bailey, III

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 SEP 26 AM 9:00

FILED

:amc

Enclosures

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 15, 2002

ANITRA FISTICK
3550 ROUND BARN BLVD., SUITE 306
SANTA ROSA, CA 95402

SUBJECT: INN USA, INC.
Ref. Number: W02000010476

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 SEP 26 AM 9:00

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If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 002A00022223

**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. INN USA, 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 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. JANUARY 19, 2000 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. 8519 STARR ROAD, WINDSOR, CALIFORNIA 95492
(Principal office address)
- P.O. BOX 11777, SANTA ROSA, CALIFORNIA 95406
(Current mailing address)

8. RESERVATION AND INFORMATION SERVICES FOR LODGING
(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: LARRY JOHNSON

Office Address: 816 SPRING PARK LOOP

CELEBRATION

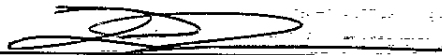
(City)

, Florida 34747

(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.



(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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 SEP 26 AM 9:00

FILED

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

A. DIRECTORS

Chairman: JOHN LAXTON

Address: 8519 STARR ROAD, WINDSOR, CALIFORNIA 95492

Vice Chairman: JENNIFER LAXTON

Address: 8519 STARR ROAD, WINDSOR, CALIFORNIA 95492

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: JOHN LAXTON

Address: 8519 STARR ROAD, WINDSOR, CALIFORNIA 95492

Vice President: JENNIFER LAXTON

Address: 8519 STARR ROAD, WINDSOR, CALIFORNIA 95492

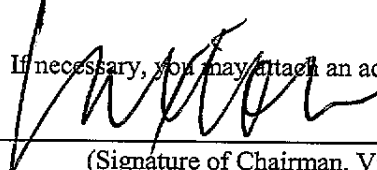
Secretary: JENNIFER LAXTON

Address: 8519 STARR ROAD, WINDSOR, CALIFORNIA 95492

Treasurer: JENNIFER LAXTON

Address: 8519 STARR ROAD, WINDSOR, CALIFORNIA 95492

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. JOHN LAXTON; CHAIRMAN
(Typed or printed name and capacity of person signing application)

FILED
SEP 28 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

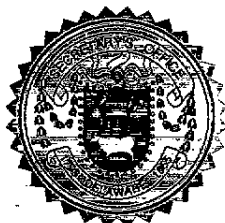
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INN USA, 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 FIRST DAY OF AUGUST, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "INN USA, INC." WAS INCORPORATED ON THE NINETEENTH DAY OF JANUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3162938 8300

AUTHENTICATION: 1916553

020491982

DATE: 08-01-02