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DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
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TALLAHASSEE, FLORIDA  
STATE

CT CORPORATION

July 25, 2003

Secretary of State, Florida  
409 East Gaines Street  
Tallahassee FL 32399

FILED  
JUL 25 PM 3:20  
TALLAHASSEE, FLORIDA

Re: Order #: 5898043 SO  
Customer Reference 1:  
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Powerline Innkeepers, Inc. (NH)  
Qualification  
Florida

*W/ Certificate Under Seal*

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Melanie S Strickland  
Fulfillment Specialist  
Melanie\_Strickland@cch-lis.com

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. POWERLINE INNKEEPERS, 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. NEW HAMPSHIRE 3. Applied Fac  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. JUNE 30, 2003 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. 1000 MARKET STREET, BLDG.1, SUITE 300, PORTSMOUTH, NH 03801  
(Principal office address)  
1000 MARKET STREET, BLDG.1, SUITE 300, PORTSMOUTH, NH 03801  
(Current mailing address)
8. THE OPERATION AND MANAGEMENT OF HOTELS AND HOTEL RELATED SERVICES  
(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: CT CORPORATION  
Office Address: 1200 SOUTH PINE ISLAND RD.  
PLANTATION, Florida 33324  
(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.*



TRACI HOUCK  
SPECIAL ASSISTANT SECRETARY

(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: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: DAVID AKRIDGE

Address: 1000 MARKET STREET, SUITE 300

PORTSMOUTH, NH 03801

Director: DOUGLAS GREENE

Address: 1000 MARKET STREET, SUITE 300

PORTSMOUTH, NH 03801

**B. OFFICERS**

President: DOUGLAS GREENE

Address: 1000 MARKET STREET, SUITE 300

PORTSMOUTH, NH 03801

Vice President: RJ GREENE

Address: 1000 MARKET STREET, SUITE 300

PORTSMOUTH, NH 03801

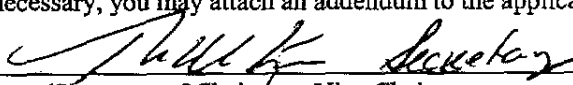
Secretary: THOMAS M. KEANE

Address: 1000 MARKET STREET, SUITE 202, PORTSMOUTH, NH 03801

Treasurer: DAVID AKRIDGE

Address: 1000 MARKET STREET, SUITE 300, PORTSMOUTH, NH 03801

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. THOMAS M. KEANE, SECRETARY  
(Typed or printed name and capacity of person signing application)

FILED  
03 JUL 25 PM 3:28  
TALLAHASSEE, FLORIDA

State of New Hampshire  
Department of State

CERTIFICATE OF EXISTENCE

FILED  
03 JUL 25 PM 3:20  
TALLAHASSEE, FLORIDA

I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify that POWERLINE INNKEEPERS, INC. is a New Hampshire corporation duly incorporated under the laws of the State of New Hampshire on July 22, 2003. I further certify that all fees required by the Secretary of State's office have been paid and that articles of dissolution have not been filed.

IN TESTIMONY WHEREOF, I hereto  
set my hand and cause to be affixed  
the Seal of the State of New Hampshire,  
this 22nd day of July, A.D. 2003

*William M. Gardner*

William M. Gardner  
Secretary of State

