F03000005456

(Requestor's Name)	-					
(Address)						
(Address)						
(City/State/Zip/Phone #)						
PICK-UP WAIT MAIL						
(Business Entity Name)	-					
(Document Number)						
Certified Copies Certificates of Status	-					
Special Instructions to Filing Officer:						

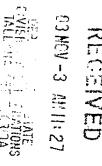
Office Use Only



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M





CT CORPORATION

November 3, 2003

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

Re: Order #: 5965762 SO

Customer Reference 1:

Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

South Beach Innkeepers, Inc. (NH)

Qualification

Florida

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,
Ashley A. Matthel

Ashley AMitchell Fulfillment Specialist

Ashley_Mitchell@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615 OS MI S AR S 38

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION **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.	SOUTH BEACH INNKEEPERS, INC.				
	(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")				
	(If name unavailable in Florida, enter alternate corporate name	ne	adopted for the purpose of transacting business in Florida)		
2,	NEW HAMPSHIRE	3.	20-0334773		
	(State or country under the law of which it is incorporated)		(FEI number, if applicable)		
4.	10/28/03	5.	PERPETUAL		
	(Date of incorporation)		(Duration: Year corp. will cease to exist or "perpetual")		
6.	UPON QUALIFICATION				
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.) 7. 1000 MARKET STREET, BLDG.1, STE. 300, PORTSMOUTH, NH 03801 (Principal office address) SAME AS ABOVE					
(Current mailing address)					
8.	THE OPERATION AND MANAGEMENT OF HOTI (Purpose(s) of corporation authorized in home state or				
9.	Name and street address of Florida registered agent				
Of	Name: CT CORPORATION Fice Address: 1200 SOUTH PINE 19	S	and Rd.		
	PIANTATION (City)		, Florida 33324 ~ (Zip code)		
10	Registered agent's accentance				

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

A. DIRECTORS Chairman: **DOUGLAS GREENE** Address: 1000 MARKET STREET PORTSMOUTH, NH 03801 Vice Chairman: DAVID AKRIDGE Address: 1000 MARKET STREET PORTSMOUTH, NH 03801 Director: DOUGLAS GREENE Address: 1000 MARKET STREET PORTSMOUTH, NH 03801 Director: DAVID_AKRIDGE Address: 1000 MARKET STREET PORTSMOUTH, NH 03801 **B. OFFICERS** President: DOUGLAS GREENE Address: 1000 MARKET STREET PORTSMOUTH, NH 03801 Vice President: DAVID AKRIDGE Address: 1000 MARKET STREET PORTSMOUTH, NH 03801 Secretary: THOMAS M. KEANE Address: 1000 MARKET STREET, PORTSMOUTH, NH 03801 Treasurer: RJ GREENE Address: 1000 MARKET STREET, PORTSMOUTH, NH 03801 NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

(Signature of Director or Officer listed in number 12 of the application)

14. THOMAS M. KEANE, SECRETARY

State of New Hampshire Department of State

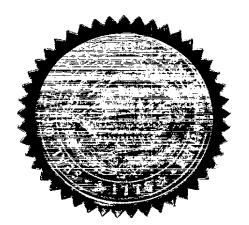
CERTIFICATE OF EXISTENCE

I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify that SOUTH BEACH INNKEEPERS, INC. is a New Hampshire corporation duly incorporated under the laws of the State of New Hampshire on October 28, 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 28th day of October, A.D. 2003

William M. Gardner Secretary of State

William m. Dul



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 PROPIET

1 SOUTH BEACH INNKEEPERS, INC.					
(Enter name of corporation; must include "INCORPORATE" Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")	ED," "COMPANY," "CORPORATION,"				
(If name unavailable in Florida, enter alternate corporate na	me adopted for the purpose of transacting business in Florida)				
NEW HAMPSHIRE	3. 20-0334773				
(State or country under the law of which it is incorporated)	(FEI number, if applicable)				
4. 10/28/03	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, Ste. 300, Po	ORTSMOUTH, NH 03801				
(Principal office address)					
SAME AS ABOVE					
(Current mailing	address)				
8. THE OPERATION AND MANAGEMENT OF HOT	tels and hotel related services.				
(Purpose(s) of corporation authorized in home state of	or country to be carried out in state of Florida)				
9. Name and <u>street address</u> of Florida registered agen	at: (P.O. Box or Mail Drop Box NOT acceptable)				
Name: CT CORPORATION					
Office Address: 1200 South Pine Plantation (City)	Island Rd.				
Planta tian	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
(Registered agenesial 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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: DOUGLAS GREENE

Address: 1000 MARKET STREET

PORTSMOUTH, NH 03801

Vice Chairman: **DAVID AKRIDGE**

Address: 1000 MARKET STREET

PORTSMOUTH, NH 03801

Director: DOUGLAS GREENE

Address: 1000 MARKET STREET

PORTSMOUTH, NH 03801

Director: DAVID AKRIDGE

Address: 1000 MARKET STREET

PORTSMOUTH, NH 03801

B. OFFICERS

President: **DOUGLAS GREENE**

Address: 1000 MARKET STREET

PORTSMOUTH, NH 03801

Vice President: DAVID AKRIDGE

Address: 1000 MARKET STREET

PORTSMOUTH, NH 03801

Secretary: THOMAS M. KEANE

Address: 1000 MARKET STREET, PORTSMOUTH, NH 03801

Treasurer: RJ GREENE

Address: 1000 MARKET STREET, PORTSMOUTH, NH 03801

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

(Signature of Director or Officer listed in number 12 of the application)

14. THOMAS M. KEANE, SECRETARY

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