

Division of Corporations

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FOREIGN PROFIT QUALIFICATION

AB MIAMI AIRPORT INN, INC.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 30, 2004

FLORIDA FILING & SEARCH SERVICES

SUBJECT: AS MIAMI AIRPORT INN, INC.
REF: W04000012383

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**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. AB MIAMI AIRPORT INN, INC.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"INC.," "CO.," "CORP.," "LLC," "CO.," or "CORP.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. MARYLAND 3. _____
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. March 24, 2004 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 617.155, F.S.)

7. 300 East Lombard Street, Suite 1200, Baltimore, MD 21202
(Principal office address)

same as above
(Current mailing address)

8. to operate, finance, sell or otherwise deal with the hotel facility of
the property known as 1212 NW 82nd Avenue, Miami, Florida and to engage
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. in any other lawful activity permitted by law.
Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: NRAI Services, Inc.

Office Address: 526 E. Park Avenue

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 named 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.

NRAI Services, Inc.

BY: Henry J. Strubini
(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:

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A. DIRECTORS

Chairman: John M. Prugh
Address: 300 East Lombard Street, Suite 1200
Baltimore, MD 21202

Vice Chairman: _____
Address: _____

Director: Peter E. Bancroft
Address: 300 East Lombard Street, Suite 1200
Baltimore, MD 21202

Director: Kathleen E. Russell
Address: 300 East Lombard Street, Suite 1200
Baltimore, MD 21202

B. OFFICERS

President: John M. Prugh
Address: 300 East Lombard Street, Suite 1200
Baltimore, MD 21202

Vice President: Peter E. Bancroft
Address: 300 East Lombard Street, Suite 1200
Baltimore, MD 21202

Secretary: Kathleen E. Russell
Address: 300 East Lombard Street, Baltimore, MD 21202

Treasurer: Timothy M. Gisriel
Address: 300 East Lombard Street, Suite 1200, Baltimore, MD 21202

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

13. Peter E. Bancroft
(Signature of Director or Officer listed in number 12 of the application)
14. Peter E. Bancroft Vice President
(Typed or printed name and capacity of person signing application)

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STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT AB MIAMI AIRPORT INN, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT, THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS MARCH 26, 2004.

Paul B. Anderson

Paul B. Anderson
Charter Division



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1340 / Outside Balto. Metro (888) 246-5941 0002765961
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