

04/03/2007 07:22 FAX
Division of Corporations0001
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**Florida Department of State
Division of Corporations
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Division of Corporations
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Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000
Fax Number : (407) 540-2699

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DISSOLUTION OR WITHDRAWAL

CNL HOSPITALITY PROPERTIES II, INC.

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0002

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**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF
AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**CNL Hospitality Properties II, Inc.

(Name of Corporation)

F04000003718

(Document Number of Corporation (if known))

Maryland

(Incorporated Under Laws of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

PO Box 4920

(Mailing Address)

Orlando, FL 32802

(City/ State /Zip)

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CLERK OF STATE
TALLAHASSEE, FLORIDA

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


(Signature of director, president or other officer - If in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

4/27/2007

(Date)

Linda A. Scarcelli

(Typed or printed name of person signing)

Secretary

(Title of person signing)

FILING FEE \$35

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