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FOREIGN PROFIT/NONPROFIT CORPORATION

Inland American Winston Hotels, Inc.

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August 18, 2008

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

SUBJECT: INLAND AMERICAN WINSTON HOTELS, INC.
REF: W08000038308

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. Inland American Winston Hotels, 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 adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 26-00141677

(FBI number, if applicable)

4. 06/29/2007

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 07/01/07

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2901 Butterfield Road, Oak Brook, IL 60523-1106

(Principal office address)

same

(Current mailing address)

8. SEE ATTACHMENT

(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 NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida

33324

(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.

C T Corporation System

Sarah B. Ayala

Assistant Secretary

By: Sarah B. Ayala

(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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TALLAHASSEE, FL 32399

A. DIRECTORS SEE ATTACHMENT

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS SEE ATTACHMENT

President: Marcel Verhaas

Address: 200 S. Orange Street, #1200

Orlando, FL 32801

Vice President: _____

Address: _____

Secretary: Scott W. Wilton

Address: 2901 Butterfield Road, Oak Brook, IL 60521-1106

Treasurer: Lori L. Foust

Address: 2901 Butterfield Road, Oak Brook, IL 60521-1106

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

13.  _____

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

14. Scott W. Wilton, Secretary

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Attachment
To
State of Florida
Application by Foreign Corporation for Authorization to Transact
Business in Florida
For
Inland American Winston Hotels, Inc., a Delaware corporation
(Incorporated 6/29/2007)**

A. Directors:

Name: Brenda G. Gujral
Address: 2901 Butterfield Road
Oak Brook, IL 60523

Name: Lori J. Foust
Address: 2901 Butterfield Road
Oak Brook, IL 60523

Name: Thomas P. McGuinness
Address: 2901 Butterfield Road
Oak Brook, IL 60523

B. Officers (Continued):

Name: Craig E. Lambert
Title: Senior Vice President
Address: 200 S. Orange Street, #1200
Orlando, FL 32801

Name: Edwin Hendriksen
Title: Senior Vice President
Address: 200 S. Orange Street, #1200
Orlando, FL 32801

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INLAND AMERICAN WINSTON HOTELS, 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 ELEVENTH DAY OF AUGUST, A.D. 2008.

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.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6785746

DATE: 08-11-08