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NO. 679 P.

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0380

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

TXT #2940 CSC

DISSOLUTION OR WITHDRAWAL

BARCELO HOTELS U.S.A., INC.

Certificate of Status	0
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TALLAHASSEE FLORIDA

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C S C

NO. 679 P. 2

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF
AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

Barcelo Hotel U.S.A., Inc.

(Name of Corporation)

F 94 00 0000 151

(Document Number of Corporation (if known))

Delaware

(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:

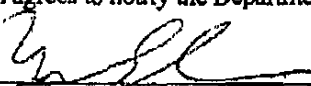
8405 Greensboro Dr., Suite 500

(Mailing Address)

McLean, VA 22102

(City/ State /Zip)

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


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

12-20-06

(Date)

Pierre Donahue

(Typed or printed name of person signing)

Vice President

(Title of person signing)

FILING FEE \$35

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