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CORPORATION(S) NAME

Hotel Investors of Arizona, Inc.

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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. Hotel Investors of Arizona, Inc.
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

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

3. October 16, 1992
(Date of Incorporation)

4. Perpetual
(Duration)

5. 52-1218259
(Federal Employer Identification number, if applicable)

6. Upon Qualification
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 11845 West Olympic Blvd., #560, Los Angeles, California 90064
(Current mailing address)

8. Hotel and restaurant operations.
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

A. Directors:

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

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D. Officers:

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida 33324

Zip Code

11. 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.

Registered agent's signature: _____

C T Corporation System

Thomas C. T (Officer)
Assistant Secretary

(Typed Name and Title of Officer)

12. 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.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Kevin E. Mallory, President & CEO

(Name and capacity of person signing application)

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of
Hotel Investors of Arizona, Inc.**

1. Bruce M. Ford
104 East Park Drive, Suite 300
Brentwood, Tennessee 37027
2. Jeffrey C. Lapin
11845 West Olympic Blvd., #550
Los Angeles, California 90064
3. Sherwin L. Samuels
555 West Fifth St., 40th Floor
Los Angeles, California 90013-1010

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
Hotel Investors of Arizona, Inc.**

1. Kevin E. Mallory, President
11845 West Olympic Blvd., #560
Los Angeles, California 90064
2. Kevin E. Mallory, Chief Executive Officer
11845 West Olympic Blvd., #560
Los Angeles, California 90064
3. Robert Malpasuto, Treasurer
11845 West Olympic Blvd., #560
Los Angeles, California 90064
4. Robert Malpasuto, Assistant Secretary
11845 West Olympic Blvd., #560
Los Angeles, California 90064
5. Helen Azevedo, Secretary
11845 West Olympic Blvd., #560
Los Angeles, California 90064
6. Charles McCain, Assistant Secretary
11845 West Olympic Blvd., #560
Los Angeles, California 90064
7. Charles E. McCain, Assistant Treasurer
11845 West Olympic Blvd., #560
Los Angeles, California 90064

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State of Arizona



OFFICE OF THE CORPORATION COMMISSION

To all to Whom these Presents shall Come, Greeting:

I, the Executive Secretary of the Arizona Corporation Commission, DO HEREBY
CERTIFY that

HOTEL INVESTORS OF ARIZONA, INC.

a Domestic Corporation organized under the laws of the State of Arizona, did incorporate on
October 16, 1992.

I FURTHER CERTIFY that this corporation has filed all affidavits and annual
reports and paid all annual filing fees required to date and, therefore, is in good standing in
this state.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed the official seal
of the Arizona Corporation Commission.
Done at Phoenix, the Capital, this

30th day of December,

1994, A.D.

James Matthews
Executive Secretary

By Kim Allen

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