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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

95 JUN -2 PM 12:29
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032
REFERENCE : 609094 6923A
AUTHORIZATION : *Patricia Pizzuto*
COST LIMIT : \$ 70.00

ORDER DATE : June 2, 1995

ORDER TIME : 11:52 AM

ORDER NO. : 609094

CUSTOMER NO: 6923A 800001505038

CUSTOMER: Ms. Corinne McClure
Mahoney Adams & Criser, P.A.
3300 Barnett Center
50 North Laura Street
Jacksonville, FL 32202

FOREIGN FILINGS

NAME: MELBOURNE BEACH HOTEL
MANAGEMENT CORPORATION

☒ PROFIT
☐ NON-PROFIT

☒ CORPORATE
☐ LIMITED PARTNERSHIP

☒ QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN -2 PM 1:51
mtm

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Melbourne Beach Hotel Management Corporation
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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. New Mexico

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

3. 59-3315451

(FEI number, if applicable)

4. May 10, 1995

(Date of Incorporation)

5. Perpetual

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

6. June 8, 1995

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

7. 2929 Coors Blvd. N.W., Ste. 310

Albuquerque, NM 87120

(Current mailing address)

8. Operate a property management business.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:**

Name: RAX CO., a Florida corporation

Office Address: 50 N. Laura St., 3400 Barnett Center

Jacksonville

, Florida, 32202

(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.

RAX CO., a Florida corporation

By: Gregory M. Dawson

(Registered agent's signature)

Gregory M. Dawson, Vice President

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.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: James M. Long

Address: 2929 Coors Blvd. N.W., Ste. 310

Albuquerque, NM 87120

Director: Michael Gallegos

Address: 2929 Coors Blvd. N.W., Ste. 310

Albuquerque, NM 87120

B. OFFICERS

President: Michael Gallegos

Address: 2929 Coors Blvd. N.W., Ste. 310

Albuquerque, NM 87120

Vice President: James M. Long

Address: 2929 Coors Blvd. N.W., Ste. 310

Albuquerque, NM 87120

Secretary: James M. Long

Address: 2929 Coors Blvd. N.W., Ste. 310


Albuquerque, NM 87120

Treasurer: James M. Long

Address: 2929 Coors Blvd. N.W., Ste. 310

Albuquerque, NM 87120

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael Gallegos, President
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS
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STATE OF NEW MEXICO



OFFICE OF

THE STATE CORPORATION COMMISSION

CERTIFICATE OF GOOD STANDING AND COMPLIANCE

IT IS HEREBY CERTIFIED that:

MELBOURNE BEACH HOTEL MANAGEMENT CORPORATION

1729177

a corporation organized under the laws of
NEW MEXICO

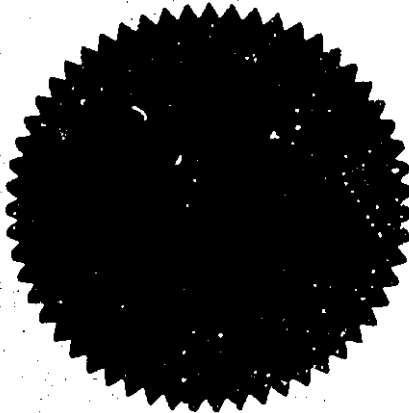
is duly authorized to transact business in New Mexico,
a Domestic Profit corporation, under the
BUSINESS CORPORATION ACT
(53-11-1 to 53-18-12 NMSA 1978)

having filed its Articles of Incorporation MAY 10, 1995
and Certificate of Incorporation issued as of said date.

IT IS FURTHER CERTIFIED that the fees due the State Corporation Commission, which have been assessed against the aforesaid corporation, have been paid to date and aforesaid corporation is in corporate good standing and duly authorized to transact business as its corporate existence has not been revoked in New Mexico. This Certificate is not to be construed as an endorsement, recommendation or notice of approval of the corporation's financial condition or business activities and practices. This Certificate of Good Standing and Compliance expires MARCH 15, 1996

Dated: MAY 26, 1995

In Testimony Whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the Seal of said Commission to be affixed at the City of Santa Fe



[Signature]
Chairman

[Signature]
Director

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