

F95000003004



ACCOUNT NO. : 072100000032

REFERENCE : 769679 4809148

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 35.00

FILED  
2002 OCT -7 PM 4:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : October 3, 2002

ORDER TIME : 2:24 PM

ORDER NO. : 769679-010

CUSTOMER NO: 4809148

CUSTOMER: David Marote, Legal Asst  
Hilton Hotels Corporation  
9336 Civic Center Drive

600008244786--7

Beverly Hills, CA 90210

CHANGE OF AGENT

NAME: PROMUS HOTELS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX PLAIN STAMPED COPY

CONTACT PERSON: Ellyn Herndon

RECEIVED  
02 OCT -7 PM 3:59  
TALLAHASSEE, FLORIDA

C. Coulliette OCT 07 2002

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED  
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation : PROMUS HOTELS, INC.
2. The mailing address of the corporation : 9336 Civic Center Drive  
Beverly Hills, CA 90210
3. Date of incorporation/qualification: June 21, 1995 Document number: F950006004
4. The name and address of the current registered agent and office:

CT Corporation System

1200 South Pine Island

Plantation, FL 33324

5. The name and address of the new registered agent (if changed) and/or registered office (if changed):  
(P. O. Box Not Acceptable)

Corporation Service Company

1201 Hays Street

Tallahassee, Florida 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

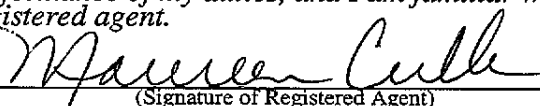
  
(Signature of an officer, chairman or vice chairman of the board)

10/1/02  
(Date)

M. Hue Smith III, Vice President

(Printed or typed name and title)

*Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.*

  
(Signature of Registered Agent)

10/4/02  
(Date)

If signing on behalf of an entity:

Maureen Cullen, Asst. V.P.

(Typed or Printed Name)

(Capacity)

**\*\*\* FILING FEE: \$35.00 \*\*\***