

F9500003547

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

CSC networks
PRENTICE HALL
LEGAL & FINANCIAL SERVICES

95 JUL 24 AM 11:13
DIVISION OF CORPORATIONS

ACCOUNT NO. 072100000032

REFERENCE : 646678 5537B
AUTHORIZATION : Patricia Pizito
COST LIMIT : \$ 78.75

ORDER DATE : July 24, 1995

800001544018

ORDER TIME : 9:18 AM

ORDER NO. : 646678

CUSTOMER NO: 5537B

CUSTOMER: Michelle L. Raab, Legal Asst
Gunster Yoakley Valdes-fauli &
Suite 1600
500 East Boward Boulevard
Ft. Lauderdale, FL 33301

FOREIGN FILINGS

NAME: CRESLEIGH MANAGEMENT, INC.

XX PROFIT
 NON-PROFIT

 CORPORATE
 LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

FILED
JUL 24 1995
TALLAHASSEE
FLORIDA

8/7/24
95 JUL 24 AM 11:18
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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:

CRESLEIGH MANAGEMENT, INC.

1. CRESLEIGH MANAGEMENT, INC.
(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. CALIFORNIA 3. 94-3033518
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 06/03/87 5. "Perpetual"
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 07/21/95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 433 California Street, 7th Floor
San Francisco, California 94104-2011
(Current mailing address)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 24 AM 11:19

8. Hotel Management
(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: Corporation Service Company

Office Address: 1201 Nays Street

Tallahassee, Florida, 32301
(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.

Karen B. Rozar, as agent for Corporation Service Company

Karen B. Rozar
(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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Lawrence Y. Lui
Address: 433 California Street, 7th Floor
San Francisco, California 94104-2011

Vice Chairman: N/A
Address: _____

Director: Antony Carter
Address: 433 California Street, 7th Floor
San Francisco, California 94104-2011

Director: Gorretti Lui
Address: 433 California Street, 7th Floor
San Francisco, California 94104-2011

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Lawrence Y. Lui
Address: 433 California Street, 7th Floor
San Francisco, California 94104-2011

Executive Vice President: Antony Carter
Address: 433 California Street, 7th Floor
San Francisco, California 94104-2011

Secretary: Joyce M. Weible
Address: 433 California Street, 7th Floor
San Francisco, California 94104-2011

CEO/
Treasurer: Wilfred Leung
Address: 433 California Street, 7th Floor
San Francisco, California 94104-2011

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

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

14. Lawrence Y. Lui Chairman/Director/Officer
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 24 AM 11 18

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 3RD day of MARCH, 19 87,

CRESLEIGH MANAGEMENT, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this
21st day of July, 1995



BILL JONES
Secretary of State

Bill Jones

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 21 AM 11:18

10/03/97 FRI 14:34 FAX 10547030855

GUNSTER, YOKLEY

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10/03/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

12:57 PM

((H97000016472 7)))

TO. DIVISION OF CORPORATIONS FAX #. (850)922-4000
FROM. GUNSTER, YOKLEY ET AL (FT LAUDERDALE) ACCT#, 070117000420
CONTACT, MARY BLACKFORD CHERRY
PHONE. (561)650-0728 FAX #. (854)523-1722

NAME, STANFORD HOSPITALITY, INC.
AUDIT NUMBER.....H97000016472
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..1 PAGES..... 8
CERT. COPIES.....0 DEL.METHOD.. FAX
EST.CHARGE.. \$43.75

NOTE. PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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97 OCT -3 PM 2:47

DIVISION OF CORPORATIONS

FILED

97 OCT -3 PM 2:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

None
Change
10/13/97
DC

10/03/07 FRI 14:34 FAX 19847630858

GUNSTER, YOAKLEY

0001

GUNSTER, YOAKLEY, VALDES-FAULI & STEWART, P.A.
ATTORNEYS AT LAW
BROWARD FINANCIAL CENTRE BUILDING, SUITE 1400
500 EAST BROWARD BOULEVARD
FORT LAUDERDALE, FLORIDA 33394-3002
P.O. BOX 14636
FORT LAUDERDALE, FLORIDA 33302-4636

TELEPHONE (954) 462-2000
TELECOPY (954) 523-1722

OTHER OFFICES IN:
MIAMI, FL (305) 376-6000
WEST PALM BEACH, FL (561) 655-1980
PALM BEACH, FL (561) 655-1980
STUART, FL (888) 288-1980
TALLAHASSEE, FL (904) 222-6660
VERO BEACH, FL (407) 234-1040

FAX TRANSMITTAL FORM

DATE:

10.3.97

TO:

Barbara Cornell

FIRM:

Division of Corporations

CITY, STATE:

FAX #:

850.922.4000

PHONE #:

FROM:

Offshore Trust

ORIGINAL FOLLOWS:

Yes ☐ No ☐

NO. OF PAGES TRANSMITTED (INCLUDING THIS COVER PAGE) 10
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MESSAGE:

41443.1

CONFIDENTIALITY NOTE:

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CLIENT/MATTER#:

18842.1

10/03/97 FRI 14:34 FAX 10047030855

GUNSTER, YOAKLEY

0004

OCT. -01'97(WED) 11:43

TEL:415-982-7781

P.002

SEP-30-97 TUE 18:58

ON LENDERS & ATTORNEYS

FAX NO, 916 447 2848

P.02/08

H97000016472 7

State of California

SECRETARY OF STATE

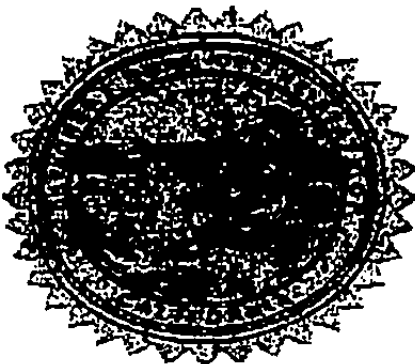


I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That the attached transcript of 6 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

SEP 30 1997



Bill Jones

Secretary of State

10/03/97 FRI 14:35 FAX 10647630888

GUNSTER, YOAKLEY

0008

OCT. -01'97(WED) 11:43

TEL:415-982-7781.

P.003

SEP-30-97 TUE 16:58

CA LENDERS & ATTORNEYS

FAX NO. 918 447 2848

P.03/08

H97000016472 7

1580998

ARTICLES OF INCORPORATION

OF

Harbor View Management Inc.

FILED
in the office of the Secretary of State
of the State of California

MAR 3 1997

Walter Fong
MAR 3 1997

I

The name of this corporation is HARBOR VIEW Management Inc.

II

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

The name and address in the State of California of this corporation's initial agent for service of process is:

Lawrence Lui
Four Embarcadero, Suite 2420
San Francisco, CA 94111

IV

This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is 10,000.

DATED: February 23, 1997

Walter Fong
Walter Fong, Incorporator

H97000016472 7

10/03/97 FRI 14:35 FAX 19847039885

GUNSTER, YOAKLEY

0000

OCT. -01' 97(WED) 11:44

TEL: 415-982-7781

P. 004

SEP-30-97 TUE 18:59

CA LENDERS & ATTORNEYS

FAX NO. 818 447 2848

P. 04/08

H97000016472 7

NOTICE

A455531

Corporation Number 1680228

1580998

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

FILED
In Office of the Secretary of State
of the State of California

DEC 19 1994

Lawrence Lui and Joyce M. Weible certify that:

Tony Miller
Acting Secretary of State

1. They are the president and the secretary, respectively, of Harbor View Management Inc., a California Corporation.
2. Article I of the articles of incorporation of this corporation is amended to read as follows:
The name of this corporation is
Crestlight Management, Inc.
3. The foregoing amendment of articles of incorporation has been duly approved by the board of directors.
4. The foregoing amendment of articles of incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 10,000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: November 7, 1994

Lawrence Lui
Lawrence Lui, President

Joyce M. Weible
Joyce M. Weible, Secretary

H97000016472 7

10/03/97 FRI 14:35 FAX 19547630888

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OCT. -01' 97(WED) 11:44

TEL:415-982-7781

P. 005

SEP-30-97 TUE 18:59

CA LENDERS & ATTORNEYS

FAX NO. 818 447 2846

P. 05/08

H97000016472 7

1472154

1472154

Corporation Number 1580988

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

FILED
in the office of the Secretary of State
of the State of California
FEB 21 1996

Bill Jones
SIL. CHIEF, Secretary of State

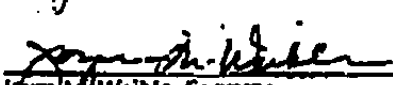
Lawrence Lui and Joyce M. Weible certify that:

1. They are the president and the secretary, respectively, of Credeigh Management, Inc., a California Corporation.
2. Article I of the articles of incorporation of this corporation is amended to read as follows:
The name of this corporation is
Stanford Hospitality, Inc.
3. The foregoing amendment of articles of incorporation has been duly approved by the board of directors.
4. The foregoing amendment of articles of incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 10,000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: February 21, 1996


Lawrence Lui, President


Joyce M. Weible, Secretary

SEP 14 1997 11:44 FAX 19547630888

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10/03/97 FRI 14:30 FAX 10847639865

GUNSTER, YOAKLEY

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TEL: 415-982-7781

P. 006

SEP-30-97 TUE 17:00

CA LENDERS & ATTORNEYS

FAX NO. 818 447 2848

P. 08/08

H97000016472 7

STANFORD HOTELS

January 24, 1998

Mr. Bill Jones
SECRETARY OF STATE
1230 J Street
Sacramento, California 95814

Re: Use of "STANFORD" Name

Dear Sir:

This corporation grants permission to Creleigh Management, Inc., to use the name "Stanford" in their new corporation name, "Stanford Hospitality, Inc.", and signify our consent by signing below.

Please do not hesitate contacting our office if you should have any questions. Thank you.

Best regards,

Very sincerely,

Joseph M. Weible
Joseph M. Weible
Corporate Secretary

fw

Ref: H97000016472 7

ACKNOWLEDGED AND APPROVED:

Lawrence Lui
Lawrence Lui, Director

Date

Stanford Hotels Corporation
433 California St., 7th Floor • San Francisco, CA 94104-2011
Tel. 415 298-3333 • Fax 415 982-7731

H97000016472 7

10/03/07 FRI 14:30 FAX 10547030886

GUNSTER, YOAKLEY

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OCT. -01'97(WED) 11:44

TEL: 415-982-7781

P. 007

SEP-30-97 TUE 17:00

CA LENDERS & ATTORNEYS

FAX NO. 818 447 2848

P. 07/08

1197000016472 7

158097R

A475545

CERTIFICATE OF CORRECTION
OF
CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
STANFORD HOSPITALITY, INC.

FILED 5
in the office of the Secretary of State
of the State of California

1PR 29 1996

R. S. Ball
ALL STATES, Secretary of State

Antony Carter and Joyce M. Waible certify that:

1. They are the executive vice president and the secretary, respectively, of STANFORD HOSPITALITY, INC..
2. The name of the corporation is STANFORD HOSPITALITY, INC., and it is a California Corporation.
3. The instrument being corrected is entitled "CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION", and said instrument was filed with the Secretary of State of the State of California on February 26, 1996.
4. Paragraph "4" of said Certificate of Amendment, as corrected, should read as follows:

The foregoing amendment of articles of incorporation has been duly approved by the required vote of the shareholders in accordance with Section 902 of the California Corporations Code. The total number of outstanding shares of the corporation is ONE (1). The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.
5. That said paragraph "4", as corrected, correctly reflects the total number of outstanding shares of the corporation.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: April 26, 1996

Antony Carter
Antony Carter, Executive Vice President

Joyce M. Waible
Joyce M. Waible, Secretary

sf-124336

H97000016472 7

10/03/07 FRI 14:36 FAX 10647030888

GUNSTER, YOAKLEY

0010

OCT -01' 97 (WED) 11:45

TEL: 415-982-7781

P. 008

SEP-30-97 TUE 17:00

ON LENDERS & ATTORNEYS

FAX NO. 810 447 2840

P. 08/08

1197000016472 7

1475546

1550713
CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION
OF
STANFORD HOSPITALITY, INC.

FILED 3
in the Office of the Secretary of State
of the State of California

APR 29 1996

[Signature]
The Office of the Secretary of State

Anthony Carter and Joyce M. Weible hereby certify that:

1. They are the Executive Vice President and the Secretary, respectively, of Stanford Hospitality, Inc., a California corporation.
2. Article I of the articles of incorporation of this corporation is amended to read in full as follows:

The name of the Corporation is Stanford
Hotels Corporation."

3. The foregoing amendment of articles of incorporation has been approved by the board of directors.
4. The foregoing amendment of articles of incorporation has been duly approved by the required vote of the shareholders in accordance with Section 902 of the California Corporations Code. The total number of outstanding shares of the corporation is ONE (1). The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

Date: April 26, 1996.

[Signature]
Anthony Carter, Executive Vice President

[Signature]
Joyce M. Weible, Secretary

AF-124218
H97000016472 7



10/03/07 FRI 08:23 FAX 10547039855

GUNSTER, YOKLEY

F95000003547

8/28/87

FLORIDA DIVISION OF CORPORATIONS
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97 OCT -3 AM 11:36
TALLAHASSEE, FLORIDA
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((H97000010000 7)))

TO, DIVISION OF CORPORATIONS FAX #, (050)022-4000
FROM, GUNSTER YOKLEY ET'AL, (FT LAUDERDALE) ACCT#, 076117000420
CONTACT, MARY BLACKFORD CHERRY
PHONE, (561)850-0720 FAX #, (054)523-1722
NAME, CRESLEIGH MANAGEMENT, INC.
AUDIT NUMBER.....H97000010000
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..1 PAGES..... 3
CERT. COPIES.....0 DEL.METHOD.. FAX
EST.CHARGE.. \$43.75

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None
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10/03/97
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00/20/07 FRI 10:08 FAX 19547630865

GUNSTER, YOAKLEY

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8/20/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

8,55 AM

((H97000010020 7)))

TO, DIVISION OF CORPORATIONS

FAX #, (850)922-4000

FROM, GUNSTER YOAKLEY ET'AL, (FT LAUDERDALE)
CONTACT, MARY BLACKFORD CHERRY
PHONE, (561)050-0720

ACCT#, 070117000420

FAX #, (854)523-1722

NAME, CRESLEIGH MANAGEMENT, INC.

AUDIT NUMBER.....H97000010020

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..1

CERT. COPIES.....0

PAGES..... 3

DEL.METHOD.. FAX

EST.CHARGE.. \$43.75

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FLORIDA DIVISION OF CORPORATIONS

10/03/97 FRI 08:23 FAX 19547030855

GUNSTER, YOAKLEY

001

GUNSTER, YOAKLEY, VALDES-FAULI & STEWART, P.A.
ATTORNEYS AT LAW
BROWARD FINANCIAL CENTRE BUILDING, SUITE 1400
500 EAST BROWARD BOULEVARD
FORT LAUDERDALE, FLORIDA 33394-3002
P.O. BOX 14636
FORT LAUDERDALE, FLORIDA 33302-4636

TELEPHONE (954) 462-2000
TELECOPY (954) 323-1722

OTHER OFFICES IN:
MIAMI, FL (305) 376-6000
WEST PALM BEACH, FL (561) 655-1980
PALM BEACH, FL (561) 655-1980
STUART, FL (888) 288-1980
TALLAHASSEE, FL (904) 232-6660
VERO BEACH, FL (407) 234-1040

FAX TRANSMITTAL FORM

DATE:

10.2.97

TO:

Barbara Connell

FIRM:

Division of Corporation

CITY, STATE:

FAX #:

850.922.4000

PHONE #:

FROM:

Yfickels Ruck

ORIGINAL FOLLOWS:

Yes No

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CLIENT/MATTER#: 18842.1



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

September 26, 1997

CRESLEIGH MANAGEMENT, INC.
433 CALIFORNIA ST., 7TH FL.
SAN FRANCISCO, CA 94104-2011

SUBJECT: CRESLEIGH MANAGEMENT, INC.
REF: F95000003547

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H97000016028
Letter Number: 097A00047786

10/03/07 FRI 08:23 FAX 19547030855
10/04/07 WED 11:41 FAX 19547030855

GUNSTER, YOAKLEY
GUNSTER, YOAKLEY

0004

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1197000016028 7'

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. Cresalough Management, Inc.
Name of corporation as it appears on the records of the Department of State.

2. California
Incorporated under laws of

3. July 24, 1995
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? February 21, 1996

5. Stanford Hospitality, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation. If not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.


Signature

Lawrence Lui
Typed or printed name

9/24/97
Date

President
Title

FILED
97 OCT -3 AM 11:26
SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

H97000016028 7

Daniel M. Mackler, Esq. - FL Bar No.: 0870366
Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.
500 E. Broward Blvd., Ste. 1400
Ft. Lauderdale, FL 33394
(954) 462-2000

10/03/97 FRI 08:23 FAX 18847039858
OCT, -01'97(WED) 11:43

GUNSTER, YOAKLEY
TEL:415-982-7781

0008
P.002

SEP-30-87 TUE 18:58

ON LENDERS & ATTORNEYS

FAX NO, 918 447 2848

P.02/08

H97000016028 7

State of California

SECRETARY OF STATE

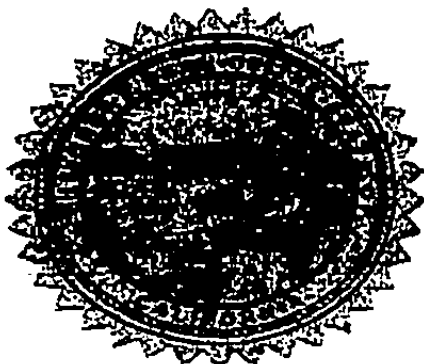


I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That the attached transcript of 6 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

SEP 30 1997



Bill Jones

Secretary of State

10/03/97 FRI 08:24 FAX 19547030855
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GUNSTER, YOAKLEY

TEL:415-982-7781

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P.003

SEP-30-87 TUE 18:59

CA LENDERS & ATTORNEYS

FAX NO. 918 447 2848

P.03/08

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1580998

ARTICLES OF INCORPORATION

OF

Harbor View Management Inc.

FILED
in the Office of the Secretary of State
of the State of California

MAR 3 1997

Walter Fung Esq.
MAR 03 1997

I

The name of this corporation is HARBOR VIEW Management Inc.

II

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

The name and address in the State of California of this corporation's initial agent for service of process is:

Lawrence Lui
Four Embarcadero, Suite 2420
San Francisco, CA 94111

IV

This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is 10,000.

DATED: February 23, 1987

Walter Fung
Walter Fung, Incorporator

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GUNSTER, YOAKLEY
TEL: 415-982-7781

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SEP-30-07 TUE 18:50

CA LENDERS & ATTORNEYS

FAX NO. 818 447 2848

P. 04/08

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NOTICE

A455591
Corporation Number 1582393

1530778

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

FILED
In office of the Secretary of State
of the State of California

DEC 19 1914

Lawrence Lui and Joyce M. Weible certify that:

Tony Miller
Acting Secretary of State

1. They are the president and the secretary, respectively, of Harbor View Management Inc., a California Corporation.
2. Article I of the articles of incorporation of this corporation is amended to read as follows:
The name of this corporation is
Greendale Management, Inc.
3. The foregoing amendment of articles of incorporation has been duly approved by the board of directors.
4. The foregoing amendment of articles of incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 10,000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the contents set forth in this certificate are true and correct of our own knowledge.

DATE: November 7, 1994

Lawrence Lui
Lawrence Lui, President

Joyce M. Weible
Joyce M. Weible, Secretary

PDF completed using iText

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GUNSTER, YOAKLEY
TEL:415-982-7781

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SEP-30-87 TUE 18:58

OA LENDERS & ATTORNEYS

FAX NO. 915 447 2840

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NOTA

1472154

Corporation Number 1580998

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

FILED
in the office of the Secretary of State
of the State of California
FEB 21 1996

Bill Jones
Bill Jones, Secretary of State

Lawrence Lui and Joyce M. Weible certify that:

1. They are the president and the secretary, respectively, of Crestleigh Management, Inc., a California Corporation.
2. Article 1 of the articles of incorporation of this corporation is amended to read as follows:
The name of this corporation is
Stanford Hospitality, Inc.
3. The foregoing amendment of articles of incorporation has been duly approved by the board of directors.
4. The foregoing amendment of articles of incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 10,000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: February 21, 1996


Lawrence Lui, President


Joyce M. Weible, Secretary

ZIP: 94001/COMP/1/1/BOOKS/CHUM/ENDS 96

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GUNSTER, YOAKLEY

TEL: 415-982-7781

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SEP-30-97 TUE 17:00

CA LENDERS & ATTORNEYS

FAX NO. 918 447 2848

P. 08/08

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STANFORD HOTELS

January 24, 1998

Mr. Jill Jones
SECRETARY OF STATE
1230 J Street
Sacramento, California 95814

Re: Use of "STANFORD" Name

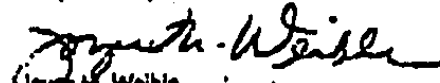
Dear Sir:

This corporation grants permission to Cresleigh Management, Inc., to use the name "Stanford" in their new corporation name, "Stanford Hospitality, Inc.", and signify our consent by signing below.

Please do not hesitate contacting our office if you should have any questions. Thank you.

Best regards,

Very sincerely,


Joyce M. Weible
Corporate Secretary

fw

Ref: HAZARDUS WASTE 01561012404.DOC

ACKNOWLEDGED AND APPROVED:


Levinghous Loh, Director

Date

Stanford Hotels Corporation
425 California St., 7th Floor - San Francisco, CA 94104-2011
Tel. 415 298-2222 - Fax 415 968-7751

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GUNSTER, YOAKLEY
TEL: 415-962-7781
FAX NO. 918 447 2848

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P. 07/08

SEP-30-87 TUE 17:00

CA LENDERS & ATTORNEYS

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1580998

A475545

**CERTIFICATE OF CORRECTION
OF
CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
STANFORD HOSPITALITY, INC.**

FILED 5
in the office of the Secretary of State
of the State of California

1PR 29 1996

Bill Jones
ALL STATES, Secretary of State

Antony Carter and Joyce M. Waible certify that:

1. They are the executive vice president and the secretary, respectively, of STANFORD HOSPITALITY, INC..
2. The name of the corporation is STANFORD HOSPITALITY, INC., and it is a California Corporation.
3. The instrument being corrected is entitled "CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION", and said instrument was filed with the Secretary of State of the State of California on February 24, 1996.
4. Paragraph "4" of said Certificate of Amendment, as corrected, should read as follows:

The foregoing amendment of articles of incorporation has been duly approved by the required vote of the shareholders in accordance with Section 902 of the California Corporations Code. The total number of outstanding shares of the corporation is ONE (1). The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.
5. That said paragraph "4", as corrected, correctly reflects the total number of outstanding shares of the corporation.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: April 26, 1996

Antony Carter
Antony Carter, Executive Vice President

Joyce M. Waible
Joyce M. Waible, Secretary

sf-124526

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GUNSTER, YOAKLEY
TEL: 415-982-7781

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SEP-30-87 TUE 17:00

CA LENDERS & ATTORNEYS

FAX NO. 818 447 2848

P. 08/08

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A475546

15507-15
CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION
OF
STANFORD HOSPITALITY, INC.

FILED 3
in the office of the Secretary of State
of the State of California
APR 29 1996
Richard J. [Signature]
Secretary of State

Antony Carter and Joyce M. Weible hereby certify that:

1. They are the Executive Vice President and the Secretary, respectively, of Stanford Hospitality, Inc., a California corporation.
2. Article I of the articles of incorporation of this corporation is amended to read in full as follows:

The name of the Corporation is Stanford
Hotels Corporation.

3. The foregoing amendment of articles of incorporation has been approved by the board of directors.
4. The foregoing amendment of articles of incorporation has been duly approved by the required vote of the shareholders in accordance with Section 902 of the California Corporations Code. The total number of outstanding shares of the corporation is ONE (1). The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

Date: April 26, 1996.

[Signature]
Antony Carter, Executive Vice President

[Signature]
Joyce M. Weible, Secretary

sf-12421A

H97000016028 7

