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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 0721000000032

REFERENCE : 671572 06901J

AUTHORIZATION : Patricia Pyzik

COST LIMIT : * PREPAID

ORDER DATE : August 30, 1995

ORDER TIME : 9:41 AM

ORDER NO. : 671572

CUSTOMER NO: 86901J

CUSTOMER: Ms. Gloria Barry
Prentice Hall Legal &
1090 Vermont Avenue, N.W.
4th Floor
Washington, DC 20005

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00/30/95 - 01018-013
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FOREIGN FILINGS

NAME: HOST HARRIOTT TOLLROADS, INC.

☒ 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: Deborah Schroder

RECEIVED
55 AUG 30 AM 10:09
OFFICE OF CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

FILED
95 AUG 30 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. Hca/Marriott Tollroads, 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. Delaware

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

3. On Order

(FEI number, if applicable)

4. August 24, 1995

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

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

7. 10400 Fernwood Road Dept. 72/862

Bethesda, Maryland 20817

(Current mailing address)

8. To own Tollroad in Certain States

(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: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays Street, Suite 105

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.

The Prentice-Hall Corporation System, Inc.

By: Gloria M. Barry Asst. Secy.

(Registered agent's signature)

(GLORIA M. BARRY, ASST. SECY.)

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:

A. DIRECTORS

Chairman: (See Attached) _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: (See Attached)Chri _____

Address: _____

Vice President: _____

Address: _____

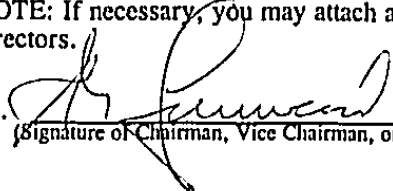
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. Christopher G. Townsend, Vice President
(Typed or printed name and capacity of person signing application)

FILED
95 AUG 30 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HOST MARRIOTT TOLLROADS, INC.

OFFICERS:

President:

William W. McCartern
2008 Roundhouse Road
Vienna, Virginia 22180
SS: 214-48-8309

Vice President:

Christopher G. Townsend
10 Paramus Court
N. Potomac, Maryland 20878
SS: 014-38-4177

Secretary:

Christopher G. Townsend
As Above

Assistant Secretary:

Susan E. Wallace
25 Bush Hill Court
Gaithersburg, Maryland (20882)
SS: 266-49-3431

DIRECTORS:

John J. McCarthy
1501 Crystal Drive
Arlington, Virginia 22202
SS: 069-36-6269

William W. McCarten
2008 Roundhouse Road
Vienna, Virginia 22180
SS: 214-48-8309

Christopher G. Townsend
10 Paramus Court
N. Potomac, Maryland 20878
SS: 014-38-4177

BUSINESS ADDRESS:

10400 Fernwood Road
Bethesda, Maryland 20817

STATE OF INCORPORATION:

Delaware - August 24, 1995

FEDERAL ID. NO.:

On Order

SECRETARY OF STATE
ALLAHASSEE, FLORIDA

95 AUG 30 AM 10:33

FILED

August 24, 1995

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HOST MARRIOTT TOLLROADS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF AUGUST, A.D. 1995.

FILED
95 AUG 30 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7619465

DATE: 08-24-95